

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)	
)	Chapter 11
)	
COVIA HOLDINGS CORPORATION,)	Case No. 20-33295 (DRJ)
<i>et al.</i> , ¹)	
)	
Debtors.)	(Jointly Administered)
)	

**DEBTORS' APPLICATION FOR
ENTRY OF AN ORDER AUTHORIZING THE
RETENTION AND EMPLOYMENT OF KIRKLAND & ELLIS LLP
AND KIRKLAND & ELLIS INTERNATIONAL LLP AS ATTORNEYS FOR
THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF JUNE 29, 2020**

THIS APPLICATION SEEKS AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THE APPLICATION, YOU SHOULD IMMEDIATELY CONTACT THE MOVING PARTY TO RESOLVE THE DISPUTE. IF YOU AND THE MOVING PARTY CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY TO THE MOVING PARTY. YOU MUST FILE AND SERVE YOUR RESPONSE WITHIN 21 DAYS OF THE DATE THIS WAS SERVED ON YOU. YOUR RESPONSE MUST STATE WHY THE APPLICATION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE APPLICATION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER EVIDENCE AT THE HEARING AND MAY DECIDE THE APPLICATION AT THE HEARING.

REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) file this application (the “Application”) for the entry of an order (the “Order”), substantially in the form attached hereto, authorizing the Debtors to retain and employ Kirkland & Ellis LLP and Kirkland & Ellis International LLP (collectively, “Kirkland”) as their attorneys effective as of the

¹ Due to the large number of Debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the Debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <http://cases.primeclerk.com/Covia>. The location of Debtor Covia Holdings Corporation’s principal place of business and the Debtors’ service address is: 3 Summit Park Drive, Suite 700, Independence, Ohio 44131.

Petition Date (as defined herein). In support of this Application, the Debtors submit the declaration of Jonathan S. Henes, the president of Jonathan S. Henes, P.C., a partner of Kirkland & Ellis LLP, and a partner of Kirkland & Ellis International LLP (the “Henes Declaration”), which is attached hereto as **Exhibit A** and the declaration of Chadwick P. Reynolds, Executive Vice President, Chief Legal Officer, and Secretary of Covia Holdings Corporation, which is attached hereto as **Exhibit B** (the “Reynolds Declaration”). In further support of this Application, the Debtors respectfully state as follows.

Jurisdiction and Venue

1. The United States Bankruptcy Court for the Southern District of Texas (the “Court”) has jurisdiction over this matter pursuant to 28 U.S.C. § 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). The Debtors confirm their consent, pursuant to rule 7008 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), to the entry of a final order by the Court.

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The bases for the relief requested herein are sections 327(a) and 330 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “Bankruptcy Code”), Bankruptcy Rules 2014(a) and 2016, and rules 2014-1 and 2016-1 of the Bankruptcy Local Rules for the Southern District of Texas (the “Bankruptcy Local Rules”).

Background

4. On June 29, 2020 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to section 1107(a) and 1108 of the Bankruptcy Code. On June 30, 2020, the Court entered an order [Docket No. 38] authorizing the joint administration and procedural consolidation of the chapter 11 cases pursuant

to Bankruptcy Rule 1015(b). No entity has requested the appointment of a trustee or examiner in these chapter 11 cases and no official committees have been appointed or designated.

5. A description of the Debtors' businesses, the reasons for commencing the chapter 11 cases, and the relief sought from the Court to allow for a smooth transition into chapter 11 are set forth in the *Declaration of Andrew Eich, Executive Vice President, Chief Financial Officer, and Treasurer of Covia Holdings Corporation, in Support of Debtors' Chapter 11 Petitions*, filed on June 29, 2020 [Docket No. 15], incorporated herein by reference.

Relief Requested

6. By this Application, the Debtors seek entry of the Order authorizing the retention and employment of Kirkland as their attorneys in accordance with the terms and conditions set forth in that certain engagement letter between the Debtors and Kirkland effective as of March 25, 2020 (the "Engagement Letter"), a copy of which is attached as **Exhibit 1** to the Order and incorporated herein by reference.²

Kirkland's Qualifications

7. The Debtors seek to retain Kirkland because of Kirkland's recognized expertise and extensive experience and knowledge in the field of debtors' protections, creditors' rights, and business reorganizations under chapter 11 of the Bankruptcy Code.

² The Debtors also seek to employ and retain DLA Piper LLP (US) ("DLA") as their conflicts counsel in connection with these chapter 11 cases to handle matters that the Debtors may encounter that cannot be handled appropriately by Kirkland because of a conflict of interest. It is intended that the services of DLA shall complement, and not duplicate, the services to be rendered by Kirkland. Moreover, the responsibilities of DLA shall be confined to discrete legal matters that are distinct from the matters handled by Kirkland. DLA shall act on its own and will not act under the direct supervision of Kirkland.

The Debtors also seek to employ and retain Kobre & Kim L.L.P. ("Kobre & Kim") as their special litigation counsel in connection with certain matters relating to the Debtors' railcar leases. It is intended that the services of Kobre & Kim shall complement, and not duplicate, the services to be rendered by Kirkland. Moreover, the responsibilities of Kobre & Kim shall be confined to discrete legal matters that are distinct from the matters handled by Kirkland. Kobre & Kim shall act on its own and will not act under the direct supervision of Kirkland.

8. Kirkland has been actively involved in major chapter 11 cases and has represented debtors in many cases, including, among others: *In re J. C. Penney Company, Inc.*, No. 20-20182 (DRJ) (Bankr. S.D. Tex. July 2, 2020); *In re Neiman Marcus Group LTD LLC*, No. 20-32519 (DRJ) (Bankr. S.D. Tex. June 25, 2020); *In re Hornbeck Offshore Services, Inc.*, No. 20-32679 (DRJ) (Bankr. S.D. Tex. June 18, 2020); *In re Whiting Petroleum Corp.*, No. 20-32021 (DRJ) (Bankr. S.D. Tex. May 6, 2020); *In re Sheridan Holding Co. I, LLC*, No. 20-31884 (DRJ) (Bankr. S.D. Tex. April 24, 2020); *In re McDermott Int'l, Inc.*, No. 20-30336 (DRJ) (Bankr. S.D. Tex. Jan. 23, 2020); *In re Sheridan Holding Co. II, LLC*, No. 19-35198 (MI) (Bankr. S.D. Tex. Oct. 21, 2019); *In re Vanguard Natural Resources, Inc.*, No. 19-31786 (DRJ) (Bankr. S.D. Tex. May 14, 2019); *In re Jones Energy, Inc.*, No. 19-32112 (DRJ) (Bankr. S.D. Tex. May 6, 2019); *In re Westmoreland Coal Company*, No. 18-35672 (DRJ) (Bankr. S.D. Tex. Nov. 14, 2018); *In re iHeartMedia, Inc.*, No. 18-31274 (MI) (Bankr. S.D. Tex. Apr. 12, 2018); *In re EXCO Res., Inc.*, No. 18-30155 (MI) (Bankr. S.D. Tex. Feb. 22, 2018).³

9. In preparing for its representation of the Debtors in these chapter 11 cases, Kirkland has become familiar with the Debtors' businesses and many of the potential legal issues that may arise in the context of these chapter 11 cases. The Debtors believe that Kirkland is both well-qualified and uniquely able to represent the Debtors in these chapter 11 cases in an efficient and timely manner.

³ Because of the voluminous nature of the orders cited in this Application, they are not attached to this Application. Copies of these orders are available upon request to Kirkland.

Services to be Provided

10. Subject to further order of the Court, and consistent with the Engagement Letter, the Debtors request the retention and employment of Kirkland to render the following legal services:

- a. advising the Debtors with respect to their powers and duties as debtors in possession in the continued management and operation of their businesses and properties;
- b. advising and consulting on the conduct of these chapter 11 cases, including all of the legal and administrative requirements of operating in chapter 11;
- c. attending meetings and negotiating with representatives of creditors and other parties in interest;
- d. taking all necessary actions to protect and preserve the Debtors' estates, including prosecuting actions on the Debtors' behalf, defending any action commenced against the Debtors, and representing the Debtors in negotiations concerning litigation in which the Debtors are involved, including objections to claims filed against the Debtors' estates;
- e. preparing pleadings in connection with these chapter 11 cases, including motions, applications, answers, orders, reports, and papers necessary or otherwise beneficial to the administration of the Debtors' estates;
- f. representing the Debtors in connection with obtaining authority to continue using cash collateral and postpetition financing;
- g. advising the Debtors in connection with any potential sale of assets;
- h. appearing before the Court and any appellate courts to represent the interests of the Debtors' estates;
- i. advising the Debtors regarding tax matters;
- j. taking any necessary action on behalf of the Debtors to negotiate, prepare, and obtain approval of a disclosure statement and confirmation of a chapter 11 plan and all documents related thereto; and
- k. performing all other necessary legal services for the Debtors in connection with the prosecution of these chapter 11 cases, including: (i) analyzing the Debtors' leases and contracts and the assumption and assignment or rejection thereof; (ii) analyzing the validity of liens against the Debtors; and (iii) advising the Debtors on corporate and litigation matters.

Professional Compensation

11. Kirkland intends to apply for compensation for professional services rendered on an hourly basis and reimbursement of expenses incurred in connection with these chapter 11 cases, subject to the Court's approval and in compliance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Bankruptcy Local Rules, and any other applicable procedures and orders of the Court. The hourly rates and corresponding rate structure Kirkland will use in these chapter 11 cases are the same as the hourly rates and corresponding rate structure that Kirkland uses in other restructuring matters, as well as similar complex corporate, securities, and litigation matters whether in court or otherwise, regardless of whether a fee application is required. These rates and the rate structure reflect that such restructuring and other complex matters typically are national in scope and involve great complexity, high stakes, and severe time pressures.

12. Kirkland operates in a national marketplace for legal services in which rates are driven by multiple factors relating to the individual lawyer, his or her area of specialization, the firm's expertise, performance, and reputation, the nature of the work involved, and other factors.

13. Kirkland's current hourly rates for matters related to these chapter 11 cases range as follows:⁴

<u>Billing Category⁵</u>	<u>U.S. Range</u>
Partners	\$1,075-\$1,845
Of Counsel	\$625-\$1,845
Associates	\$610-\$1,165
Paraprofessionals	\$245-\$460

⁴ For professionals and paraprofessionals residing outside of the U.S., hourly rates are billed in the applicable currency. When billing a U.S. entity, such foreign rates are converted into U.S. dollars at the then applicable conversion rate. After converting these foreign rates into U.S. dollars, it is possible that certain rates may exceed the billing rates listed in the chart herein. While the rate ranges provided for in this Application may change if an individual leaves or joins Kirkland, if any such individual's billing rate falls outside the ranges disclosed above, Kirkland does not intend to update the ranges for such circumstances.

⁵ Although Kirkland does not anticipate using contract attorneys during these chapter 11 cases, in the unlikely event that it becomes necessary to use contract attorneys, Kirkland will not charge a markup to the Debtors with respect

14. Kirkland's hourly rates are set at a level designed to compensate Kirkland fairly for the work of its attorneys and paraprofessionals and to cover fixed and routine expenses. Hourly rates vary with the experience and seniority of the individuals assigned. These hourly rates are subject to periodic adjustments to reflect economic and other conditions.⁶

15. Kirkland represented the Debtors during the twelve-month period before the Petition Date, using the hourly rates set forth in the Henes Declaration. Moreover, these hourly rates are consistent with the rates that Kirkland charges other comparable chapter 11 clients, regardless of the location of the chapter 11 case.

16. The rate structure provided by Kirkland is appropriate and not significantly different from (a) the rates that Kirkland charges for other similar types of representations or (b) the rates that other comparable counsel would charge to do work substantially similar to the work Kirkland will perform in these chapter 11 cases.

17. It is Kirkland's policy to charge its clients in all areas of practice for identifiable, non-overhead expenses incurred in connection with the client's case that would not have been incurred except for representation of that particular client. It is also Kirkland's policy to charge its clients only the amount actually incurred by Kirkland in connection with such items. Examples

to fees billed by such attorneys. Any contract attorneys or non-attorneys who are employed by the Debtors in connection with work performed by Kirkland will be subject to conflict checks and disclosures in accordance with the requirements of the Bankruptcy Code.

⁶ For example, like many of its peer law firms, Kirkland typically increases the hourly billing rate of attorneys and paraprofessionals twice a year in the form of: (i) step increases historically awarded in the ordinary course on the basis of advancing seniority and promotion and (ii) periodic increases within each attorney's and paraprofessional's current level of seniority. The step increases do not constitute "rate increases" (as the term is used in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases*, effective November 1, 2013). As set forth in the Order, Kirkland will provide ten business-days' notice to the Debtors, the U.S. Trustee, and any official committee before implementing any periodic increases, and shall file any such notice with the Court.

of such expenses include postage, overnight mail, courier delivery, transportation, overtime expenses, computer-assisted legal research, photocopying, airfare, meals, and lodging.

18. To ensure compliance with all applicable deadlines in these chapter 11 cases, from time to time Kirkland utilizes the services of overtime secretaries. Kirkland charges fees for these services pursuant to the Engagement Letter, which permits Kirkland to bill the Debtors for overtime secretarial charges that arise out of business necessity. In addition, Kirkland professionals also may charge their overtime meals and overtime transportation to the Debtors consistent with prepetition practices.

19. Kirkland currently charges the Debtors \$0.16 per page for standard duplication in its offices in the United States. Kirkland does not charge its clients for incoming facsimile transmissions. Kirkland has negotiated a discounted rate for Westlaw computer-assisted legal research. Computer-assisted legal research is used whenever the researcher determines that using Westlaw is more cost effective than using traditional (non-computer assisted legal research) techniques.

Compensation Received by Kirkland from the Debtors

20. Per the terms of the Engagement Letter, on March 27, 2020, the Debtors paid \$2,000,000 to Kirkland, which, as stated in the Engagement Letter, constituted an “advance payment retainer” as defined in Rule 1.15(c) of the Illinois Rules of Professional Conduct and *Dowling v. Chicago Options Assoc., Inc.*, 875 N.E.2d 1012, 1018 (Ill. 2007). Subsequently, the Debtors paid to Kirkland additional advance payment retainer totaling \$7,511,083.58 in the aggregate. As stated in the Engagement Letter, any advance payment retainer is earned by Kirkland upon receipt, any advance payment retainer becomes the property of Kirkland upon receipt, the Debtors no longer have a property interest in any advance payment retainer upon Kirkland’s receipt, any advance payment retainer will be placed in Kirkland’s general account and

will not be held in a client trust account, and the Debtors will not earn any interest on any advance payment retainer.⁷

21. Pursuant to Bankruptcy Rule 2016(b), Kirkland has neither shared nor agreed to share (a) any compensation it has received or may receive with another party or person, other than with the partners, associates, and contract attorneys associated with Kirkland or (b) any compensation another person or party has received or may receive.

22. As of the Petition Date, the Debtors did not owe Kirkland any amounts for legal services rendered before the Petition Date. Although certain expenses and fees may have been incurred but not yet applied to Kirkland's advance payment retainer, the amount of Kirkland's advance payment retainer always exceeded any amounts listed or to be listed on statements describing services rendered and expenses incurred (on a "rates times hours" and "dates of expenses incurred" basis) prior to the Petition Date.

Kirkland's Disinterestedness

23. To the best of the Debtors' knowledge and as disclosed herein and in the Henes Declaration, (a) Kirkland is a "disinterested person" within the meaning of section 101(14) of the Bankruptcy Code, as required by section 327(a) of the Bankruptcy Code, and does not hold or represent an interest adverse to the Debtors' estates and (b) Kirkland has no connection to the Debtors, their creditors, or other parties in interest, except as may be disclosed in the Henes Declaration.

⁷ The Engagement Letter permits Kirkland to retain any prepetition advance payment retainer held by Kirkland as of the Petition Date rather than applying such prepetition advance payment retainer to pay postpetition fees and expenses. In light of the facts and circumstances of these chapter 11 cases, Kirkland will retain any prepetition advance payment retainer held by Kirkland as of the Petition Date and will not apply any such amounts to postpetition fees and expenses.

24. Kirkland will review its files periodically during the pendency of these chapter 11 cases to ensure that no conflicts or other disqualifying circumstances exist or arise. If any new relevant facts or relationships are discovered or arise, Kirkland will use reasonable efforts to identify such further developments and will promptly file a supplemental declaration, as required by Bankruptcy Rule 2014(a).

Supporting Authority

25. The Debtors seek retention of Kirkland as their attorneys pursuant to section 327(a) of the Bankruptcy Code, which provides that a debtor, subject to Court approval:

[M]ay employ one or more attorneys, accountants, appraisers, auctioneers, or other professional persons, that do not hold or represent an interest adverse to the estate, and that are disinterested persons, to represent or assist the [debtor] in carrying out the [debtor]'s duties under this title.

11 U.S.C. § 327(a).

26. Bankruptcy Rule 2014(a) requires that an application for retention include:

[S]pecific facts showing the necessity for the employment, the name of the [firm] to be employed, the reasons for the selection, the professional services to be rendered, any proposed arrangement for compensation, and, to the best of the applicant's knowledge, all of the [firm's] connections with the debtor, creditors, any other party in interest, their respective attorneys and accountants, the United States trustee, or any person employed in the office of the United States trustee.

Fed. R. Bankr. P. 2014.

27. The Debtors submit that for all the reasons stated above and in the Henes Declaration, the retention and employment of Kirkland as counsel to the Debtors is warranted. Further, as stated in the Henes Declaration, Kirkland is a "disinterested person" within the meaning of section 101(14) of the Bankruptcy Code, as required by section 327(a) of the Bankruptcy Code, and does not hold or represent an interest adverse to the Debtors' estates and has no connection to

the Debtors, their creditors, or other parties in interest, except as may be disclosed in the Henes Declaration.

Notice

28. The Debtors have provided notice of this Application to the following parties: (a) the U.S. Trustee for the Southern District of Texas; (b) the holders of the 50 largest unsecured claims against the Debtors (on a consolidated basis); (c) the administrative agent under the Debtors' prepetition senior secured term loan and counsel thereto; (d) Paul, Weiss, Rifkind, Wharton & Garrison LLP as counsel to the Ad Hoc Term Lender Group (Attn.: Brian S. Hermann, Esq., Andrew Parlen, Esq., and Sean A. Mitchell, Esq.); (e) the United States Attorney's Office for the Southern District of Texas; (f) the Internal Revenue Service; (g) the United States Securities and Exchange Commission; (h) the Environmental Protection Agency and similar state environmental agencies for states in which the Debtors conduct business; (i) the state attorneys general for states in which the Debtors conduct business; and (j) any party that has requested notice pursuant to Bankruptcy Rule 2002. A copy of this Application is also available on the website of the Debtors' notice and claims agent at <http://cases.primeclerk.com/Covia>. In light of the nature of the relief requested, the Debtors submit that no other or further notice is required.

No Prior Request

29. No prior request for the relief sought in this Application has been made to this or any other court.

WHEREFORE, the Debtors respectfully request that the Court enter the Order, substantially in the form attached hereto, granting the relief requested herein and granting such other relief as is just and proper.

Dated: July 8, 2020
Houston, Texas

/s/ Chadwick P. Reynolds
Chadwick P. Reynolds
Covia Holdings Corporation
Executive Vice President, Chief Legal
Officer, Secretary

Certificate of Service

I certify that on July 8, 2020, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Matthew D. Cavanaugh

Matthew D. Cavanaugh

EXHIBIT A

Henes Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)	
)	Chapter 11
)	
COVIA HOLDINGS CORPORATION,)	Case No. 20-33295 (DRJ)
<i>et al.</i> , ¹)	
)	
Debtors.)	(Jointly Administered)
)	

**DECLARATION OF JONATHAN S. HENES
IN SUPPORT OF THE DEBTORS' APPLICATION
FOR ENTRY OF AN ORDER AUTHORIZING THE
RETENTION AND EMPLOYMENT OF KIRKLAND & ELLIS LLP
AND KIRKLAND & ELLIS INTERNATIONAL LLP AS ATTORNEYS FOR
THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF JUNE 29, 2020**

I, Jonathan S. Henes, being duly sworn, state the following under penalty of perjury:

1. I am the president of Jonathan S. Henes, P.C., a partner of the law firm of Kirkland & Ellis LLP, located at 601 Lexington Avenue, New York, New York 10022, and a partner of Kirkland & Ellis International, LLP (together with Kirkland & Ellis LLP, collectively, "Kirkland"). I am one of the lead attorneys from Kirkland working on the above-captioned chapter 11 cases. I am a member in good standing of the Bar of the State of New York, and I have been admitted to practice in the United States District Courts for the Southern and Eastern Districts of New York. There are no disciplinary proceedings pending against me.

2. I submit this declaration (the "Declaration") in support of the Debtors' *Application for Entry of an Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and*

¹ Due to the large number of Debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the Debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <http://cases.primeclerk.com/Covia>. The location of Debtor Covia Holdings Corporation's principal place of business and the Debtors' service address is: 3 Summit Park Drive, Suite 700, Independence, Ohio 44131.

Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of June 29, 2020 (the “Application”).² Except as otherwise noted, I have personal knowledge of the matters set forth herein.

Kirkland’s Qualifications

4. The Debtors seek to retain Kirkland because of Kirkland’s recognized expertise and extensive experience and knowledge in the field of debtors’ protections, creditors’ rights, and business reorganizations under chapter 11 of the Bankruptcy Code.

5. Kirkland has been actively involved in major chapter 11 cases and has represented debtors in many cases, including, among others: *In re J. C. Penney Company, Inc.*, No. 20-20182 (DRJ) (Bankr. S.D. Tex. July 2, 2020); *In re Neiman Marcus Group LTD LLC*, No. 20-32519 (DRJ) (Bankr. S.D. Tex. June 25, 2020); *In re Hornbeck Offshore Services, Inc.*, No. 20-32679 (DRJ) (Bankr. S.D. Tex. June 18, 2020); *In re Whiting Petroleum Corp.*, No. 20-32021 (DRJ) (Bankr. S.D. Tex. May 6, 2020); *In re Sheridan Holding Co. I, LLC*, No. 20-31884 (DRJ) (Bankr. S.D. Tex. April 24, 2020); *In re McDermott Int’l, Inc.*, No. 20-30336 (DRJ) (Bankr. S.D. Tex. Jan. 23, 2020); *In re Sheridan Holding Co. II, LLC*, No. 19-35198 (MI) (Bankr. S.D. Tex. Oct. 21, 2019); *In re Vanguard Natural Resources, Inc.*, No. 19-31786 (DRJ) (Bankr. S.D. Tex. May 14, 2019); *In re Jones Energy, Inc.*, No. 19-32112 (DRJ) (Bankr. S.D. Tex. May 6, 2019); *In re Westmoreland Coal Company*, No. 18-35672 (DRJ) (Bankr. S.D. Tex. Nov. 14, 2018); *In re iHeartMedia, Inc.*, No. 18-31274 (MI) (Bankr. S.D. Tex. Apr. 12, 2018); *In re EXCO Res., Inc.*, No. 18-30155 (MI) (Bankr. S.D. Tex. Feb. 22, 2018).³

² Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Application.

³ Because of the voluminous nature of the orders cited in this Declaration, they are not attached to this Declaration. Copies of these orders are available upon request to Kirkland.

6. In preparing for its representation of the Debtors in these chapter 11 cases, Kirkland has become familiar with the Debtors' businesses and many of the potential legal issues that may arise in the context of these chapter 11 cases. I believe that Kirkland is both well-qualified and uniquely able to represent the Debtors in these chapter 11 cases in an efficient and timely manner.

Services to Be Provided

7. Subject to further order of the Court and that certain engagement letter dated March 25, 2020 (the "Engagement Letter"), a copy of which is attached as **Exhibit 1** to the Order, the Debtors retained Kirkland to render, without limitation, the following legal services:

- a. advising the Debtors with respect to its powers and duties as debtor in possession in the continued management and operation of its businesses and properties;
- b. advising and consulting on the conduct of these chapter 11 cases, including all of the legal and administrative requirements of operating in chapter 11;
- c. attending meetings and negotiating with representatives of creditors and other parties in interest;
- d. taking all necessary actions to protect and preserve the Debtors' estates, including prosecuting actions on the Debtors' behalf, defending any action commenced against the Debtors, and representing the Debtors in negotiations concerning litigation in which the Debtors are involved, including objections to claims filed against the Debtors' estates;
- e. preparing pleadings in connection with these chapter 11 cases, including motions, applications, answers, orders, reports, and papers necessary or otherwise beneficial to the administration of the Debtors' estates;
- f. representing the Debtors in connection with obtaining authority to continue using cash collateral and postpetition financing;
- g. advising the Debtors in connection with any potential sale of assets;
- h. appearing before the Court and any appellate courts to represent the interests of the Debtors' estates;
- i. advising the Debtors regarding tax matters;

- j. taking any necessary action on behalf of the Debtors to negotiate, prepare, and obtain approval of a disclosure statement and confirmation of a chapter 11 plan and all documents related thereto; and
- k. performing all other necessary legal services for the Debtors in connection with the prosecution of these chapter 11 cases, including: (i) analyzing the Debtors' leases and contracts and the assumption and assignment or rejection thereof; (ii) analyzing the validity of liens against the Debtors; and (iii) advising the Debtors on corporate and litigation matters.

Professional Compensation

8. Kirkland intends to apply for compensation for professional services rendered on an hourly basis and reimbursement of expenses incurred in connection with these chapter 11 cases, subject to the Court's approval and in compliance with applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Bankruptcy Local Rules, and any other applicable procedures and orders of the Court. The hourly rates and corresponding rate structure Kirkland will use in these chapter 11 cases are the same as the hourly rates and corresponding rate structure that Kirkland uses in other debtor representations, and are comparable to the hourly rates and corresponding rate structure that Kirkland uses for complex corporate, securities, and litigation matters whether in court or otherwise, regardless of whether a fee application is required. These rates and the rate structure reflect that such restructuring and other complex matters typically are national in scope and involve great complexity, high stakes, and severe time pressures.

9. Kirkland operates in a national marketplace for legal services in which rates are driven by multiple factors relating to the individual lawyer, his or her area of specialization, the firm's expertise, performance, and reputation, the nature of the work involved, and other factors.

10. Kirkland's current hourly rates for matters related to these chapter 11 cases range as follows:⁴

⁴ For professionals and paraprofessionals residing outside of the U.S., hourly rates are billed in the applicable currency. When billing a U.S. entity, such foreign rates are converted into U.S. dollars at the then applicable

Billing Category⁵	U.S. Range
Partners	\$1,075-\$1,845
Of Counsel	\$625-\$1,845
Associates	\$610-\$1,165
Paraprofessionals	\$245-\$460

11. Kirkland's hourly rates are set at a level designed to compensate Kirkland fairly for the work of its attorneys and paralegals and to cover fixed and routine expenses. Hourly rates vary with the experience and seniority of the individuals assigned. These hourly rates are subject to periodic adjustments to reflect economic and other conditions.⁶

12. It is Kirkland's policy to charge its clients in all areas of practice for identifiable, non-overhead expenses incurred in connection with the client's case that would not have been incurred except for representation of that particular client. It is also Kirkland's policy to charge its clients only the amount actually incurred by Kirkland in connection with such items. Examples of such expenses include postage, overnight mail, courier delivery, transportation, overtime expenses, computer-assisted legal research, photocopying, airfare, meals, and lodging.

conversion rate. After converting these foreign rates into U.S. dollars, it is possible that certain rates may exceed the billing rates listed in the chart herein. While the rate ranges provided for in this Application may change if an individual leaves or joins Kirkland, and if any such individual's billing rate falls outside the ranges disclosed above, Kirkland does not intend to update the ranges for such circumstances.

⁵ Although Kirkland does not anticipate using contract attorneys during these chapter 11 cases, in the unlikely event that it becomes necessary to use contract attorneys, Kirkland will not charge a markup to the Debtors with respect to fees billed by such attorneys. Moreover, any contract attorneys or non-attorneys who are employed by the Debtors in connection with work performed by Kirkland will be subject to conflict checks and disclosures in accordance with the requirements of the Bankruptcy Code.

⁶ For example, like many of its peer law firms, Kirkland typically increases the hourly billing rate of attorneys and paraprofessionals twice a year in the form of: (i) step increases historically awarded in the ordinary course on the basis of advancing seniority and promotion and (ii) periodic increases within each attorney's and paraprofessional's current level of seniority. The step increases do not constitute "rate increases" (as the term is used in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases*, effective November 1, 2013). As set forth in the Order, Kirkland will provide ten business days' notice to the Debtors, the U.S. Trustee, and any official committee before implementing any periodic increases, and shall file such notice with the Court.

13. To ensure compliance with all applicable deadlines in these chapter 11 cases, Kirkland utilizes the services of overtime secretaries. Kirkland charges fees for these services pursuant to the Engagement Letter between Kirkland and the Debtors, which permits Kirkland to bill the Debtors for overtime secretarial charges that arise out of business necessity. In addition, Kirkland professionals also may charge their overtime meals and overtime transportation to the Debtors consistent with prepetition practices.

14. Kirkland currently charges the Debtors \$0.16 per page for standard duplication in its offices in the United States. Kirkland does not charge its clients for incoming facsimile transmissions. Kirkland has negotiated a discounted rate for Westlaw computer-assisted legal research. Computer-assisted legal research is used whenever the researcher determines that using Westlaw is more cost effective than using traditional (non-computer assisted legal research) techniques.

Compensation Received by Kirkland from the Debtors

15. Per the terms of the Engagement Letter, on March 25, 2020, the Debtors paid \$2,000,000 to Kirkland, which, as stated in the Engagement Letter, constituted an “advance payment retainer” as defined in Rule 1.15(c) of the Illinois Rules of Professional Conduct and *Dowling v. Chicago Options Assoc., Inc.*, 875 N.E.2d 1012, 1018 (Ill. 2007). Subsequently, the Debtors paid to Kirkland additional advance payment retainer totaling \$7,511,083.58 in the aggregate. As stated in the Engagement Letter, any advance payment retainer is earned by Kirkland upon receipt, any advance payment retainer becomes the property of Kirkland upon receipt, the Debtors no longer have a property interest in any advance payment retainer upon Kirkland’s receipt, any advance payment retainer will be placed in Kirkland’s general account and

will not be held in a client trust account, and the Debtors will not earn any interest on any advance payment retainer.⁷

16. As of the Petition Date, the Debtors did not owe Kirkland any amounts for legal services rendered before the Petition Date. Although certain expenses and fees may have been incurred, but not yet applied to Kirkland's advance payment retainer, Kirkland's total advance payment retainer always exceeded any amounts listed or to be listed on statements describing services rendered and expenses incurred (on a "rates times hours" and "dates of expenses incurred" basis) prior to the Petition Date.

17. Pursuant to Bankruptcy Rule 2016(b), Kirkland has not shared nor agreed to share (a) any compensation it has received or may receive with another party or person, other than with the partners, associates, and contract attorneys associated with Kirkland or (b) any compensation another person or party has received or may receive.

Statement Regarding U.S. Trustee Guidelines

18. Kirkland shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Debtors' chapter 11 cases in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, Bankruptcy Local Rules, and any other applicable procedures and orders of the Court. Kirkland also intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330* by

⁷ The Engagement Letter permits Kirkland to retain any prepetition advance payment retainer held by Kirkland as of the Petition Date rather than applying such prepetition advance payment retainer to pay postpetition fees and expenses. In light of the facts and circumstances of these chapter 11 cases, Kirkland will retain any prepetition advance payment retainer held by Kirkland as of the Petition Date and will not apply any such amounts to postpetition fees and expenses.

Attorneys in Larger Chapter 11 Cases Effective As of November 1, 2013 (the “Revised UST Guidelines”), both in connection with this Application and the interim and final fee applications to be filed by Kirkland in these chapter 11 cases.

Attorney Statement Pursuant to Revised UST Guidelines

19. The following is provided in response to the request for additional information set forth in Paragraph D.1. of the Revised UST Guidelines:

- a. **Question:** Did Kirkland agree to any variations from, or alternatives to, Kirkland’s standard billing arrangements for this engagement?

Answer: No. Kirkland and the Debtors have not agreed to any variations from, or alternatives to, Kirkland’s standard billing arrangements for this engagement. The rate structure provided by Kirkland is appropriate and is not significantly different from (i) the rates that Kirkland charges for other non-bankruptcy representations or (ii) the rates of other comparably skilled professionals.

- b. **Question:** Do any of the Kirkland professionals in this engagement vary their rate based on the geographic location of the Debtors’ chapter 11 cases?

Answer: No. The hourly rates used by Kirkland in representing the Debtors are consistent with the rates that Kirkland charges other comparable chapter 11 clients, regardless of the location of the chapter 11 case.

- c. **Question:** If Kirkland has represented the Debtors in the 12 months prepetition, disclose Kirkland’s billing rates and material financial terms for the prepetition engagement, including any adjustments during the 12 months prepetition. If Kirkland’s billing rates and material financial terms have changed postpetition, explain the difference and the reasons for the difference.

Answer: Kirkland's current hourly rates for services rendered on behalf of the Debtors from January 1, 2020 range as follows: ⁸

Billing Category	U.S. Range
Partners	\$1,075-\$1,845
Of Counsel	\$625-\$1,845
Associates	\$610-\$1,165
Paraprofessionals	\$245-\$460

Kirkland's hourly rates for services rendered on behalf of the Debtors from June 29, 2019 to December 31, 2019 ranged as follows:

Billing Category	U.S. Range
Partners	\$1,025-\$1,795
Of Counsel	\$595-\$1,705
Associates	\$595-\$1,125
Paraprofessionals	\$235-\$460

- d. **Question:** Have the Debtors approved Kirkland's budget and staffing plan, and, if so, for what budget period?

Answer: Yes, for the period from June 29, 2020 through September 30, 2020.

Kirkland's Disinterestedness

20. In connection with its proposed retention by the Debtors in these chapter 11 cases, Kirkland undertook to determine whether it had any conflicts or other relationships that might cause it not to be disinterested or to hold or represent an interest adverse to the Debtors. Specifically, Kirkland obtained from the Debtors and their representatives the names of individuals and entities that may be parties in interest in these chapter 11 cases (the "Potential Parties in Interest") and such parties are listed on **Schedule 1** hereto. Kirkland has searched on its electronic database for its connections to the entities listed on **Schedule 1** hereto. In addition, after Kirkland identified all client connections with the Potential Parties in Interest over a specified time period,

⁸ While the rate ranges provided for in this Application may change if an individual leaves or joins Kirkland, and if any such individual's billing rate falls outside the ranges disclosed above, Kirkland does not intend to update the ranges for such circumstances.

Kirkland circulated a survey email to all Kirkland attorneys who billed 10 or more hours to such clients during the prior six years. Further, beyond the individual emails, Kirkland sent a daily report of new matters firm wide. All Kirkland attorneys are responsible for reviewing the daily report of new matters and raising any potential concerns with respect to new representations. The Debtors did not receive any answers in the affirmative to these emails. Additionally, to the extent that I have been able to ascertain that Kirkland has been retained within the last three years to represent any of the Potential Parties in Interest (or their affiliates, as the case may be) in matters unrelated to these cases, such facts are disclosed on **Schedule 2** attached hereto.

21. Kirkland and certain of its partners and associates may have in the past represented, may currently represent, and likely in the future will represent, entities that may be parties in interest in these chapter 11 cases in connection with matters unrelated (except as otherwise disclosed herein) to the Debtors and these chapter 11 cases. Kirkland has searched on its electronic database for its connection to the entities listed on **Schedule 1** attached hereto. The information listed on **Schedule 1** may have changed without our knowledge and may change during the pendency of these chapter 11 cases. Accordingly, Kirkland will update this Declaration as necessary and when Kirkland becomes aware of additional material information. The following is a list of the categories that Kirkland has searched:⁹

⁹ Kirkland's inclusion of parties in the following Schedules is solely to illustrate Kirkland's conflict search process and is not an admission that any party has a valid claim against the Debtors or that any party properly belongs in the schedules or has a claim or legal relationship to the Debtors of the nature described in the schedules.

<u>Schedule</u>	<u>Category</u>
1(a)	Entities Affiliated with the Debtors
1(b)	Current and Recent Former Directors and Officers
1(c)	Shareholders
1(d)	Banks
1(e)	Employee & Retiree Benefits
1(f)	Governmental & Retiree Benefits
1(g)	Insurance, LC, & Surety Parties
1(h)	Landlords
1(i)	Lenders
1(j)	Litigation Parties
1(k)	Other Contract Counterparties
1(l)	Professionals
1(m)	Railcar lessors
1(n)	Royalties Interest Lease Counterparties
1(o)	Significant Competitors
1(p)	Significant Customers
1(q)	Top 50 Creditors
1(r)	Unions
1(s)	Utilities
1(t)	Vendors
1(u)	U.S. Trustee, Personnel, Judges, and court contacts for the Southern District of Texas

22. To the best of my knowledge, (a) Kirkland is a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code, as required by section 327(a) of the Bankruptcy Code, and does not hold or represent an interest adverse to the Debtors’ estates and (b) Kirkland has no connection to the Debtors, their creditors, or other parties in interest, except as may be disclosed in this Declaration.

23. Listed on **Schedule 2** to this Declaration are the results of Kirkland’s conflicts searches of the above-listed entities.¹⁰ For the avoidance of doubt, Kirkland will not commence a

¹⁰ As referenced in **Schedule 2**, the term “current client” means an entity listed as a client in Kirkland’s conflicts search system to whom time was posted in the 12 months preceding the Petition Date. As referenced in **Schedule 2**, the term “former client” means an entity listed as a client in Kirkland’s conflicts search system to whom time was posted between 12 and 36 months preceding the Petition Date. As referenced in **Schedule 2**, the term “closed client” means an entity listed as a client in Kirkland’s conflicts search system to whom time was

cause of action in these chapter 11 cases against the entities listed on **Schedule 2** that are current clients of Kirkland (including entities listed below under the “Specific Disclosures” section of this Declaration) unless Kirkland has an applicable waiver on file or first receives a waiver from such entity allowing Kirkland to commence such an action. To the extent that a waiver does not exist or is not obtained from such entity and it is necessary for the Debtors to commence an action against that entity, the Debtors will be represented in such particular matter by conflicts counsel.¹¹

24. Of the entities listed on **Schedule 2**, only The Blackstone Group (together with its affiliated investment funds, “Blackstone”) represented more than one percent of Kirkland’s fee receipts for the twelve-month period ending on June 30, 2020.¹² Several of Blackstone’s affiliates are contract counterparties and vendors in these chapter 11 cases. All prior and current representations of Blackstone have been in matters unrelated to these chapter 11 cases. I do not believe that any current or former representation of Blackstone precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

posted in the 36 months preceding the Petition Date, but for which the client representation has been closed. Whether an actual client relationship exists can only be determined by reference to the documents governing Kirkland’s representation rather than its potential listing in Kirkland’s conflicts search system. The list generated from Kirkland’s conflicts search system is over-inclusive. As a general matter, Kirkland discloses connections with “former clients” or “closed clients” for whom time was posted in the last 36 months, but does not disclose connections if time was billed more than 36 months before the Petition Date.

¹¹ In the coming days, the Debtors also are seeking to retain and employ DLA Piper LLP (US) as conflicts counsel pursuant to the *Debtors’ Application to Employ and Retain DLA Piper LLP (US) as Counsel to the Disinterested Managers of Covia Holdings Corporation Pursuant to Sections 327(e), 328(a) and 1107(b) of the Bankruptcy Code and Bankruptcy Rule 2014 Nunc Pro Tunc to the Petition Date*.

Contemporaneously with the filing of the Application, the Debtors are also seeking to retain and employ Kobre & Kim LLP as special litigation counsel pursuant to the *Debtors’ Application for Entry of an Order (I) Pursuant to Sections 327(e), 328(a), and 1107(b) of the Bankruptcy Code Authorizing and Approving the Employment and Retention of Kobre & Kim LLP as Special Litigation Counsel for the Debtors and Debtors In Possession Effective as of June 29, 2020 and (II) Granting Related Relief*.

¹² Specific percentages will be disclosed to the Office of the U.S. Trustee upon request.

25. Kirkland's conflicts search of the entities listed on Schedules 1(a) – 1(u) (that Kirkland was able to locate using its reasonable efforts) reveals, to the best of my knowledge, that those Kirkland attorneys and paraprofessionals who previously worked at other law firms that represented such entities in these chapter 11 cases have not worked on matters relating to the Debtors' restructuring efforts while at Kirkland.

26. Based on the conflicts search conducted to date and described herein, to the best of my knowledge, neither I, Kirkland, nor any partner or associate thereof, insofar as I have been able to ascertain, have any connection with the Debtors, their creditors, or any other parties in interest, their respective attorneys and accountants, the United States Trustee for the Southern District of Texas (the "U.S. Trustee"), any person employed by the U.S. Trustee, or any Bankruptcy Judge currently serving on the United States Bankruptcy Court for the Southern District of Texas, except as disclosed or otherwise described herein.

27. Kirkland will review its files periodically during the pendency of these chapter 11 cases to ensure that no conflicts or other disqualifying circumstances exist or arise. If any new relevant facts or relationships are discovered or arise, Kirkland will use reasonable efforts to identify such further developments and will promptly file a supplemental declaration, as required by Bankruptcy Rule 2014(a).

28. Generally, it is Kirkland's policy to disclose entities in the capacity that they first appear in a conflicts search. For example, if an entity already has been disclosed in this Declaration in one capacity (*e.g.*, a customer), and the entity appears in a subsequent conflicts search in a different capacity (*e.g.*, a vendor), Kirkland does not disclose the same entity again in supplemental declarations, unless the circumstances are such in the latter capacity that additional disclosure is required.

29. From time to time, Kirkland has referred work to other professionals to be retained in these chapter 11 cases. Likewise, certain such professionals have referred work to Kirkland.

30. Certain insurance companies pay the legal bills of Kirkland clients. Some of these insurance companies may be involved in these chapter 11 cases. None of these insurance companies, however, are Kirkland clients as a result of the fact that they pay legal fees on behalf of Kirkland clients.

Specific Disclosures

31. As specifically set forth below and in the attached exhibits, Kirkland represents certain of the Debtors' creditors, equity security holders, or other entities that may be parties in interest in ongoing matters unrelated to the Debtors and these chapter 11 cases. None of the representations described herein are materially adverse to the interests of the Debtors' estates. Moreover, pursuant to section 327(c) of the Bankruptcy Code, Kirkland is not disqualified from acting as the Debtors' counsel merely because it represents certain of the Debtors' creditors, equity security holders, or other entities that may be parties in interest in matters unrelated to these chapter 11 cases.

A. Connections to Holders of Equity Interests in the Debtors.

32. As disclosed on **Schedule 2**, certain of the Debtors' equity holders are current, former, or closed clients of Kirkland. All current and prior Kirkland representations of such equity holders have been in matters unrelated to the Debtors or these chapter 11 cases. Kirkland has not and will not represent these equity holders in matters related to the Debtors or their chapter 11 cases during the pendency of these chapter 11 cases. I do not believe that Kirkland's current or prior representation of such equity holders precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

B. Connections to Certain Lending Institutions.

33. As disclosed on **Schedule 2**, Kirkland currently represents, and in the past has represented, certain of the Debtors' secured lenders and/or certain of their affiliates (collectively, the "**Secured Lending Institutions**") in a variety of matters. The Secured Lending Institutions are each lenders under the Debtors' prepetition term loan. All of Kirkland's current and former representations of the Secured Lending Institutions have been in matters unrelated to the Debtors and these chapter 11 cases. Kirkland has not and will not represent the Secured Lending Institutions in any matters related to the Debtors' chapter 11 cases. I do not believe that Kirkland's current or former representation of the Secured Lending Institutions precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

34. As disclosed on **Schedule 2**, Kirkland currently represents, and in the past has represented, PNC Bank, N.A., Bank of America, N.A., Wells Fargo, N.A., and HSBC Holdings plc and/or certain of their affiliates (collectively, the "**Banking Institutions**") in a variety of matters. The Banking Institutions are each entities with whom the Debtors have banking relationships. All of Kirkland's current and former representations of the Banking Institutions have been in matters unrelated to the Debtors and these chapter 11 cases. Kirkland has not and will not represent the Banking Institutions in any matters related to the Debtors' chapter 11 cases. I do not believe that Kirkland's current or former representation of the Banking Institutions precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

35. Kirkland currently represents, and in the past has represented, Barclays Bank PLC and/or certain of its affiliates ("**Barclays**"), in a variety of matters. Barclays is the administrative agent under the Debtors' prepetition term loan. All of Kirkland's current and former representations of Barclays are unrelated to the Debtors and these chapter 11 cases. Kirkland has

not and will not represent Barclays in any matters related to the Debtors' chapter 11 cases. I do not believe that Kirkland's representation of Barclays precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

C. Connections to Railcar and Lease Counterparties.

36. As disclosed on **Schedule 2**, Kirkland currently represents, and formerly has represented, Bank of America, N.A. ("Bank of America") and certain of its affiliates, in a variety of matters. An affiliate of Bank of America is a railcar lease counterparty in these chapter 11 cases. Kirkland's representations of Bank of America, in the aggregate, accounted for less than one percent of Kirkland's fee receipts for the twelve-month period ending on June 30, 2020. All of Kirkland's current and former representations of Bank of America have been unrelated to the Debtors and these chapter 11 cases. Kirkland has not and will not represent Bank of America or its affiliates in any matters related to the Debtors or these chapter 11 cases. I do not believe that Kirkland's representation of Bank of America or its affiliates precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

37. As disclosed on **Schedule 2**, Kirkland currently represents, and formerly has represented, Wells Fargo Bank, N.A. ("Wells Fargo") and certain of its affiliates, in a variety of matters. An affiliate of Wells Fargo is a railcar lease counterparty in these chapter 11 cases. Kirkland's representations of Wells Fargo, in the aggregate, accounted for less than one percent of Kirkland's fee receipts for the twelve-month period ending on June 30, 2020. All of Kirkland's current and former representations of Wells Fargo have been unrelated to the Debtors and these chapter 11 cases. Kirkland has not and will not represent Wells Fargo or its affiliates in any matters related to the Debtors or these chapter 11 cases. If it is necessary for Kirkland to represent Wells Fargo or its affiliates or to commence an action against Wells Fargo or its affiliates, the Debtors

will be represented by Kobre & Kim. I do not believe that Kirkland's representation of Wells Fargo or its affiliates precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

38. As disclosed on **Schedule 2**, Kirkland currently represents, and formerly has represented, Siemens Corporation ("Siemens") and certain of its affiliates, in a variety of matters. An affiliate of Siemens is a railcar lease counterparty in these chapter 11 cases. Kirkland's representations of Siemens, in the aggregate, accounted for less than one percent of Kirkland's fee receipts for the twelve-month period ending on June 30, 2020. All of Kirkland's current and former representations of Siemens have been unrelated to the Debtors and these chapter 11 cases. Kirkland has not and will not represent Siemens or its affiliates in any matters related to the Debtors or these chapter 11 cases. If it is necessary for Kirkland to represent Siemens or its affiliates or to commence an action against Siemens or its affiliates, the Debtors will be represented by Kobre & Kim. I do not believe that Kirkland's representation of Siemens or its affiliates precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

39. As disclosed on **Schedule 2**, Kirkland currently represents, and formerly has represented, Caterpillar Corporation ("Caterpillar") and certain of its affiliates, in a variety of matters. An affiliate of Caterpillar is a lease counterparty in these chapter 11 cases. Kirkland's representations of Caterpillar, in the aggregate, accounted for less than one percent of Kirkland's fee receipts for the twelve-month period ending on June 30, 2020. All of Kirkland's current and former representations of Caterpillar have been unrelated to the Debtors and these chapter 11 cases. Kirkland has not and will not represent Caterpillar in any matters related to the Debtors and these chapter 11 cases. I do not believe that Kirkland's representation of Caterpillar precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

D. Connections to Other Entities.

40. As disclosed on Schedule 2, certain parties in interest in these chapter 11 cases are current or former Kirkland restructuring clients, including: Avaya, Inc., Calpine Corp., Frontier Communications Corp., Windstream Corp., GenOn Energy, Inc., [REDACTED], and [REDACTED] (collectively, the “Restructuring Parties”). Kirkland will not represent the Debtors, the Debtors’ non-Debtor affiliates, or other entities associated with the Debtors in any matter related to the Restructuring Parties’ restructuring matters. Similarly, Kirkland will not represent the Restructuring Parties against the Debtors in these chapter 11 cases. Kirkland’s representation of the Restructuring Parties is unrelated to these chapter 11 cases or Kirkland’s representation of the Debtors. I do not believe that any of Kirkland’s current or former representations of the Restructuring Parties precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

E. Other Chapter 11 Professionals.

41. As disclosed in Schedule 2 attached hereto, Kirkland currently represents, and formerly has represented, certain affiliates, subsidiaries, and entities associated with various professionals that the Debtors seeks to retain in connection with these chapter 11 cases. All prior and current Kirkland representations of these professionals have been in matters unrelated to the Debtors and these chapter 11 cases. Kirkland has not represented and will not represent any such professionals in connection with any matter in these chapter 11 cases. I do not believe that Kirkland’s current or prior representation of these professionals precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

42. On June 30, 2020, the Court approved Prime Clerk LLP (“Prime Clerk”) as the Debtors’ notice and claims agent.¹³ Certain former Kirkland attorney are currently employed by Prime Clerk. Though previously employed by Kirkland, any work provided by these former Kirkland attorneys was unrelated to the Debtors or these chapter 11 cases. As disclosed in **Schedule 2** attached hereto, Kirkland has represented and currently represents Prime Clerk in matters unrelated to the Debtors and these chapter 11 cases. I do not believe that Kirkland’s current and prior representation of Prime Clerk precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

43. The Debtors’ proposed financial advisor and investment banker is PJT Partners LP (“PJT”) for these chapter 11 cases. As disclosed in **Schedule 2** attached hereto, Kirkland represents certain of PJT’s direct or indirect affiliates in matters unrelated to the Debtors and these chapter 11 cases. Kirkland has not and will not represent PJT in matters related to the Debtors or their chapter 11 cases. I do not believe that Kirkland’s representation of these parties precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code

44. The Debtors’ proposed restructuring advisor is AlixPartners LLP (“Alix”) for these chapter 11 cases. As disclosed in **Schedule 2** attached hereto, Kirkland represents certain of Alix’s direct or indirect affiliates in matters unrelated to the Debtors and these chapter 11 cases. Kirkland has not and will not represent Alix in matters related to the Debtors or their chapter 11 cases. I do not believe that Kirkland’s representation of these parties precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

¹³ See Order Authorizing the Employment and Retention of Prime Clerk LLC as Claims, Noticing, and Solicitation Agent [Docket No. 35].

45. The Debtors intend to seek approval of Ernst & Young LLP (“EY”) as their auditor for these chapter 11 cases. As disclosed in **Schedule 2** attached hereto, Kirkland has represented and currently represents EY and related entities in matters unrelated to the Debtors or these chapter 11 cases. Kirkland has not and will not represent EY in matters related to the Debtors or these chapter 11 cases. I do not believe that Kirkland’s current and former representations of EY preclude Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

46. The Debtors intend to seek approval of KPMG LLP (“KPMG”) to provide tax consulting services for these chapter 11 cases. As disclosed in **Schedule 2** attached hereto, Kirkland has represented and currently represents KPMG and related entities in matters unrelated to the Debtors or these chapter 11 cases. Kirkland has not and will not represent KPMG in matters related to the Debtors or these chapter 11 cases. I do not believe that Kirkland’s current and former representations of KPMG preclude Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

47. The ad hoc group of term loan lenders has retained Paul, Weiss, Rifkind, Wharton & Garrison LLP (“Paul Weiss”) as its counsel in the Debtors’ chapter 11 cases. As disclosed in **Schedule 2** attached hereto, Kirkland formerly represented Paul Weiss in matters unrelated to the Debtors and these chapter 11 cases. Certain former Kirkland attorneys and professionals currently are employed by Paul Weiss. Though previously employed by Kirkland, any work provided by these prior Kirkland employees was unrelated to the Debtors and these chapter 11 cases. I do not believe that these connections preclude Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

48. The ad hoc group of term loan lenders have retained Centerview Partners LLC (“Centerview”) as their financial advisor in the Debtors’ chapter 11 cases. As disclosed in

Schedule 2 attached hereto, Kirkland currently represents and formerly has represented Centerview in matters unrelated to the Debtors and these chapter 11 cases. Kirkland has not and will not represent Centerview in connection with matters related to the Debtors or these chapter 11 cases. I do not believe that these connections preclude Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

F. Kirkland Attorney and Employee Investments.

49. From time to time, Kirkland partners, of counsel, associates, and employees personally invest in mutual funds, retirement funds, private equity funds, venture capital funds, hedge funds, and other types of investment funds (the “Investment Funds”), through which such individuals indirectly acquire an interest in debt or equity securities of many companies, one of which may be one of the Debtors, their creditors, or other parties in interest in these chapter 11 cases, often without Kirkland’s knowledge. Each Kirkland person generally owns substantially less than one percent of such Investment Fund, does not manage or otherwise control such Investment Fund, and has no influence over the Investment Fund’s decision to buy, sell, or vote any particular security. The Investment Fund is generally operated as a blind pool, meaning that when the Kirkland persons make an investment in the Investment Fund, he, she, or they do not know what securities the blind pool Investment Fund will purchase or sell, and have no control over such purchases or sales.

50. From time to time one or more Kirkland partners and of counsel voluntarily choose to form an entity (a “Passive-Intermediary Entity”) to invest in one or more Investment Funds. Such Passive-Intermediary Entity is composed only of persons who were Kirkland partners and of counsel at the time of the Passive-Intermediary Entity’s formation (although some may later become former Kirkland partners and of counsel). Participation in such a Passive-Intermediary

Entity is wholly voluntary and only a portion of Kirkland's partners and of counsel choose to participate. The Passive-Intermediary Entity generally owns substantially less than one percent of any such Investment Fund, does not manage or otherwise control such Investment Fund, and has no influence over the Investment Fund's decision to buy, sell, or vote any particular security. Each Investment Fund in which a Passive-Intermediary Entity invests is operated as a blind pool, so that the Passive-Intermediary Entity does not know what securities the blind pool Investment Funds will purchase or sell, and has no control over such purchases or sales. And, indeed, the Passive-Intermediary Entity often arranges for statements and communications from certain Investment Funds to be sent solely to a blind administrator who edits out all information regarding the identity of the Investment Fund's underlying investments, so that the Passive-Intermediary Entity does not learn (even after the fact) the identity of the securities purchased, sold, or held by the Investment Fund. To the extent the Passive-Intermediary Entity is or becomes aware of the identity of the securities purchased, sold, or held by the Investment Funds ("Known Holdings"), such Known Holdings are submitted to Kirkland's conflict checking system.

51. From time to time, Kirkland partners, of counsel, associates, and employees personally directly acquire a debt or equity security of a company which may be (or become) one of the Debtors, their creditors, or other parties in interest in these chapter 11 cases. Kirkland has a long-standing policy prohibiting attorneys and employees from using confidential information that may come to their attention in the course of their work, so that all Kirkland attorneys and employees are barred from trading in securities with respect to which they possess confidential information.

G. Former Clerks.

52. The following Kirkland employees had clerkships in the Southern District of Texas during the last three years (together, the “Former Clerks”). I do not believe that the Former Clerk’s work for the Court precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

53. Camille E. Peeples is a Kirkland associate who clerked with the Honorable Andrew S. Hanen in the United States District Court for the Southern District of Texas from 2018 to 2019. Ms. Peeples began working at Kirkland in September 2019, and had no connection with the Debtors’ chapter 11 cases while working for the Court. I do not believe that Ms. Peeples’ work for the Court precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

54. Anna E. Swanson is a Kirkland associate who clerked with the Honorable Alfred H. Bennett in the United States District Court for the Southern District of Texas from August 2017 to August 2019. Ms. Swanson began working at Kirkland in September 2019, and had no connection with the Debtors’ chapter 11 cases while working for the Court. I do not believe that Ms. Swanson’s work for the Court precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

55. Mya L. Johnson is a Kirkland associate who was a law clerk for the Honorable Stephen Smith of the United States District Court for the Southern District of Texas from August 2017 to July 2018. Ms. Johnson began working at Kirkland in September 2018 and had no connection with the Debtors’ chapter 11 cases while working for the court. I do not believe that Ms. Johnson’s work for the Court precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

H. Other Disclosures.

56. Finally, certain interrelationships exist among the Debtors. Nevertheless, the Debtors have advised Kirkland that the Debtors' relationships to each other do not pose any conflict of interest because of the general unity of interest among the Debtors. Insofar as I have been able to ascertain, I know of no conflict of interest that would preclude Kirkland's joint representation of the Debtors in these chapter 11 cases.

57. Emily Flynn is a restructuring associate in Kirkland's Chicago office. Ms. Flynn's father, Patrick M. Flynn, is currently serving as local counsel for the United Steelworkers ("USW"), a labor union representing certain of the Debtors' employees in connection with the Debtors' chapter 11 cases. I do not believe that Ms. Flynn's connection to an attorney representing certain creditors of the Debtors creates a conflict of interest, but I have disclosed this connection out of an abundance of caution.

58. The spouse of Kirkland partner Helen E. Witt, P.C. is a managing director of JPMorgan Chase & Co. JPMorgan Chase Bank, N.A. and certain of its affiliates are among the holders of the Debtors' common stock. Out of an abundance of caution, Kirkland has instituted formal screening measures to screen Ms. Witt from all aspects of Kirkland's representation of the Debtors.

59. James H.M. Sprayregen, a Kirkland partner, worked as an attorney at Kirkland from July 1990 until June 2006 and rejoined the firm in December 2008. From June 2006 until December 2008, prior to rejoining the firm, Mr. Sprayregen was co-head of the restructuring group of Goldman Sachs Americas, where he advised U.S. and international clients in restructuring and distressed situations. Certain affiliates of Goldman Sachs are holders of equity interests in the Debtors. As described above, Goldman Sachs is a client of the firm and is disclosed on Schedule

1(m) attached hereto. I do not believe that Mr. Sprayregen's prior employment at Goldman Sachs precludes Kirkland from meeting the disinterestedness standard under the Bankruptcy Code.

60. Furthermore, certain Kirkland attorneys represent clients that may be adverse to Kirkland's current and former restructuring clients. These attorneys (the "Screened Kirkland Attorneys") will not perform work in connection with Kirkland's representation of the Debtors and will not have access to confidential information related to the representation. Kirkland's formal ethical screen provides sufficient safeguards and procedures to prevent imputation of conflicts by isolating the Screened Kirkland Attorneys and protecting confidential information.

61. Under Kirkland's screening procedures, Kirkland's conflicts department distributes a memorandum to all Kirkland attorneys and legal assistants directing them as follows: (a) not to discuss any aspects of Kirkland's representation of the Debtors with the Screened Kirkland Attorneys; (b) to conduct meetings, phone conferences, and other communications regarding Kirkland's representation of the Debtors in a manner that avoids contact with the Screened Kirkland Attorneys; (c) to take all measures necessary or appropriate to prevent access by the Screened Kirkland Attorneys to the files or other information related to Kirkland's representation of the Debtors; and (d) to avoid contact between the Screened Kirkland Attorneys and all Kirkland personnel working on the representation of the Debtors unless there is a clear understanding that there will be no discussion of any aspects of Kirkland's representation of the Debtors. Furthermore, Kirkland already has implemented procedures to block the Screened Kirkland Attorneys from accessing files and documents related to the Debtors that are stored in Kirkland's electronic document managing system.

Affirmative Statement of Disinterestedness

62. Based on the conflicts search conducted to date and described herein, to the best of my knowledge and insofar as I have been able to ascertain, (a) Kirkland is a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code, as required by section 327(a) of the Bankruptcy Code, and does not hold or represent an interest adverse to the Debtors’ estates and (b) Kirkland has no connection to the Debtors, their creditors, or other parties in interest, except as may be disclosed herein.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: July 8, 2020

Respectfully submitted,

/s/ Jonathan S. Henes

Jonathan S. Henes
as President of Jonathan S. Henes, P.C., as
Partner of Kirkland & Ellis LLP; and as Partner
of Kirkland & Ellis International LLP

Schedule 1

The following lists contain the names of reviewed entities as described more fully in the *Declaration of Jonathan S. Henes in Support of the Debtors' Application for the Entry of an Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of June 29, 2020* (the "Henes Declaration").¹ Where the names of the entities reviewed are incomplete or ambiguous, the scope of the search was intentionally broad and inclusive, and Kirkland & Ellis LLP and Kirkland & Ellis International LLP reviewed each entity in its records, as more fully described in the Henes Declaration, matching the incomplete or ambiguous name.

¹ Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Henes Declaration.

SCHEDULE 1

List of Schedules

<u>Schedule</u>	<u>Category</u>
1(a)	Entities Affiliated with the Debtors
1(b)	Current and Recent Former Directors and Officers
1(c)	Shareholders
1(d)	Banks
1(e)	Employee & Retiree Benefits
1(f)	Governmental/Regulatory Agencies
1(g)	Insurance, LC, & Surety Parties
1(h)	Landlords
1(i)	Lenders
1(j)	Litigation Parties
1(k)	Other Contract Counterparties
1(l)	Professionals
1(m)	Railcar Lessors
1(n)	Royalties Interest Lease Counterparties
1(o)	Significant Competitors
1(p)	Significant Customers
1(q)	Top 50 Creditors
1(r)	Unions
1(s)	Utilities
1(t)	Vendors
1(u)	U.S. Trustee Personnel, Judges, and court contacts for the Southern District of Texas

SCHEDULE 1(a)

Entities Affiliated with the Debtors

909273 Ontario Inc.	Santrol (Yixing) Proppant Co. Ltd.
Alpha Resins LLC	Santrol de Mexico S. de RL de CV
Aquila Mineral Co.	Self-Suspending Proppant LLC
Best Sand Corp.	Servicios Integrales Lampazos S. de RL de CV
Best Sand of Pennsylvania Inc.	Shakopee Sand LLC
Bison Merger Sub I LLC	Specialty Sands Inc.
Black Lab LLC	Standard Sand Corp.
Blue Earth Properties LLC	Technimat LLC
Cheyenne Sand Corp.	Technisand Canada Sales Ltd.
Construction Aggregates Corp. of Michigan Inc.	Technisand Inc.
Covia Canada Ltd.	Tinaco Feldspar Co. LLC
Covia Europe ApS	Unimin Patriot Holdings LLC
Covia Finance Company LLC	Unimin Wisconsin Equipment Corp.
Covia Financing LLC	Unisil Corp.
Covia Holdings Corp.	Wedron Silica Co.
Covia ISP Inc.	West Texas Housing LLC
Covia Lime LLC	Wexford Sand Co.
Covia Opportunity Fund I	Winchester & Western Railroad Co.
Covia Specialty Minerals Inc.	Wisconsin Industrial Sand Co. LLC
Dewey Resources LLC	Wisconsin Specialty Sands Inc.
Fairmount Logistics LLC	
Fairmount Minerals LLC	
Fairmount Minerals Sales de Mexico S. de RL de CV	
Fairmount Santrol Inc.	
Fairmount Water Solutions LLC	
FML Alabama Resin Inc.	
FML Resin LLC	
FML Sand LLC	
FML Terminal Logistics LLC	
FMSA Inc.	
Grupo Materias Primas de Mexico S. de RL de CV	
Grupo Materias Primas S. de RL de CV	
Lake Shore Sand Co. (Ontario) Ltd.	
Materias Primas Minerales de Ahuazotepic S. de RL de CV	
Materias Primas Monterrey S. de RL de CV	
Mineral Visions Inc.	
Patriot Proppants Arkansas LLC	
Polymorphous Mineral Investment Corp.	

SCHEDULE 1(b)

Current and Recent Former Directors and Officers

Albaugh, Stan
Aloy, Reynaldo
Aown, Bryan
Atkins, Scott
Banker, Colby
Barrus, Mark E.
Berry, Cameron
Berry, Cameron J.
Biehl, Michael F.
Burke, Erin M.
Clancey, Gerald L.
Collins, Charles
Conway, William E.
Corrigan, Kevin
Crandall, David
Crandall, David J.
Decat, Kurt
Deckard, Jennfier D.
Deckard, Jenniffer
Deleersnyder, Jean-Luc
Delloye, Michel
Demasi, Meghan
Duran, Joaquin
Egleston, Indrani
Eich, Andrew D.
Esposito, Barry
Feicks, Keith
Fife, Lisa M.
Foo, John
Fowler, Charles
Fowler, Charles D.
Fox, Jennifer
Garza, Manuel
Gehrlein, Jennifer
Gehrlein, Jennifer L.
Gennari, Paolo
Gerber, Dan
Hadden, Stephen J.
Hauzie, Rob
Hauzie, Robert
Hritz, Todd
Jones, Campbell J.

Kelly, William P.
Kilbane, Janet
Labroue, Jean-Pierre
Lambrechts, Olivier
Larson, Bob
LeBaron, Matthew F.
Lenahan, Mike
Lieto, Aaron
Lind, Steve
Loix, Benny
Losee, Douglas
Magaud, George
Mehta, Vinay
Migyanko, Joe
Miraval, Jack
Mullet, Greg
Navarre, Richard A.
Nystrom, Erik
O'Donnell, Rory F.
O'Donnell, Rory F., Jr.
O'Brien, Andrew
Oskam, Mark
Pezanoski, Michelle
Pollack, Matthew L.
Reynolds, Chadwick P.
Richardson, Brian J.
Sand, Michael E.
Scofield, Jeffrey B.
Sedillos, Lia
Sherman, Eric R.
Solazzo, Richard M.
Styers, Mark
Westbrook, Eric
Westmoreland, Steve
Zove, Douglas

SCHEDULE 1(c)

Shareholders

ABN AMRO Clearing Chicago LLC	Fifth Third Bank
Amalgamated Bank	Folio Investments Inc.
American Enterprise Investment Services Inc.	Foo, John
American Stock Transfer & Trust Co. LLC	Glenmede Trust Co. NA
Apex Clearing Corp.	GMP Securities LP
Axos Clearing Corp.	Goldman Sachs & Co. LLC
Bank of America NA	Hilltop Securities Inc.
Bank of New York Mellon Corp., The	HRT Financial LLC
Bank of Nova Scotia, The	HSBC Bank USA NA
Barclays Bank Plc New York Branch	Interactive Borkers Retail Equity Clearing
Barclays Capital Inc.	INTL FCStone Financial Inc.
BB&T Securities	Janney Montgomery Scott LLC
BBS Securities Inc.	JP Morgan Chase Bank
BMO Capital Markets Corp.	JP Morgan Proprietary Asset Account
BMO Harris Bank NA Trust	JP Morgan Securities LLC
BMO Nesbitt Burns Inc.	JPMorgan Chase Bank Correspondance
BNP Paribas New York Branch	Clearing Services 2
BNY Mellon Wealth Management	JPMorgan Chase Bank NA
BofA Securities Inc.	Keybank NA
Brown Brothers Harriman & Co.	Laurentian Bank Securities Inc.
Canaccord Genuity Corp.	LPL Financial Corp.
CDS Clearing & Depository Services Inc.	Manufacturers & Traders Trust Co.
Cetera Investment Services LLC	Manulife Securities Inc.
Charles Schwab & Co. Inc.	Merrill Lynch Pierce Fenner & Smith Inc.
CIBC World Markets Inc.	Morgan Stanley & Co. LLC
Citadel Securities LLC	Morgan Stanley Smith Barney LLC
Citibank NA	National Bank Financial Inc.
Citigroup Global Markets Inc.	National Financial Services
Comerica Bank	Nomura Securities International Inc.
Credential Securities Inc.	Northern Trust Co., The
Credit Suisse Securities (USA) LLC	Odlum Brown Ltd.
Crest International Nominees Ltd.	Oppenheimer & Co. Inc.
DA Davidson & Co.	Pershing LLC
Davenport & Co. LLC	PI Financial Corp.
Desjardin Securities Inc.	PNC Bank NA
Deutsch Bank AG, Frankfurt Branch	Questrade Inc.
Deutsche Bank Securities Inc.	Raymond James & Associates Inc.
E*TRADE Securities LLC	Raymond James Ltd.
Edward D. Jones & Co. LLP	RBC Capital Markets LLC
Edward Jones Investments	RBC Dominion Securities Inc.
Fidelity Clearing Canada	Reliance Trust Co.
	Robert W. Baird & Co. Inc.

Robinhood Securities LCC
Sanford Bernstein & Co. LLC
Scotia Capital (USA) Inc.
Scotia Capital Inc.
SEI Private Trust Co.
SG Americas Securities LLC
Sibelco
SSB Blackrock Institutional Trust
SSB&T Co. - Client Custody Services
State Street Bank & Trust Co.
State Street Total ETF
State Teachers Retirement System of Ohio
Stifel Nicolaus & Co. Inc.
Stockcross Financial Services Inc.
TD Ameritrade Clearing Inc.
TD Waterhouse Canada Inc.
TradeStation Securities Inc.
Truist Bank
U.S. Bancorp Investments Inc.
U.S. Bank NA
UBS AG Stamford Branch
UBS Financial Services Inc.
UBS Securities LLC
Vanguard Marketing Corp.
Virtu Americas LLC
Wedbush Securities Inc.
Wells Fargo Bank NA
Wells Fargo Clearing Services LLC
Wells Fargo Securities LLC

SCHEDULE 1(d)

Banks

Bank of America Corp.
Citizens Bank NA
HSBC Bank USA NA
PNC Bank NA
Truist Bank
Wells Fargo & Co.

SCHEDULE 1(e)

Employee & Retiree Benefits

ADP LLC
Anthem Blue Cross & Blue Shield
Aon Consulting Inc.
Aon Hewitt Inc.
CareerBuilder Employment Screening LLC
Caremark LLC
CaremarkPCS Health LLC
Central States Southeast & Southwest Areas Pension Fund
Cigna Corp.
Community Insurance Co.
Deloitte Tax LLP
Delta Dental of Ohio
Discovery Benefits Inc.
Fidelity Management Trust Co.
Fidelity Personal & Workplace Advisors LLC
Fidelity Stock Plan Advisors LLC
Fidelity Stock Plan Services LLC
Fidelity Workplace Services LLC
Hodges-Mace LLC
IAM National Pension Fund Trust
Laborers National (Industrial) Pension Fund
LinkedIn
ManpowerGroup US Inc.
Massachusetts Mutual Life Insurance Co.
National Integrated Group Pension Plan
Newport Group Inc., The
Right Management
Robert Half International Inc.
Ultimate Software Group Inc., The
United Steelworkers National Trust
Unum Life Insurance Co. of America

SCHEDULE 1(f)

Governmental/Regulatory Agencies

Adrain, Town of (MI), Treasurer
Alabama, State of, Department of
Environmental Management
Alabama, State of, Department of Labor
Alabama, State of, Department of Public
Health
Alabama, State of, Department of Revenue
Alabama, State of, Surface Mining
Commission
Alexander, County of (NC), Treasurer
Arizona, State of, Department of
Environmental Quality
Arizona, State of, Department of Revenue
Arkansas, State of
Arkansas, State of Department of
Environmental Quality
Arkansas, State of, Department of Finance
& Administration
Arkansas, State of, Department of Health
Arkansas, State of, Department of Revenue
Arkansas, State of, Pollution Control &
Ecology Commission
Atascosa, County of (TX), Tax Assessor &
Collector
Bancroft, Town of (ON)
Bay City, Village of (WI), Treasurer
Beckham, County of (OK)
Benton, County of (TN), Trustee
Bexar, County of (TX), Tax Assessor-
Collector
Birmingham, City of (AL)
Blaine, County of (OK)
Blue Earth, County of (MN)
Bridgeton, City of (NJ), Tax Collector
Brighton, City of (CO)
Burton Independent School District (TX)
Caddo Shreveport Sales & Use Tax
Commission
Caddo, Parish of (LA), Sheriff's Office
California State Board of Equalization
Canada, Government of the, Ministere de
L'Environnement

Canada, Government of, Department of
Fisheries & Oceans
Canada, Government of, Nuclear Safety
Commission
Canada, Government of, Revenue Agency
Carroll, County of (TN), Clerk
Carroll, County of (TN), Trustee
Carrollton-Farmers Branch ISD
Cherokee County Appraisal District (TX)
Cherokee, County of (GA), Tax Office
Cleon, Township of (MI)
Coahuila, State of (MX) National Water
Comission,
Coahuila, State of (MX), Secretariat of
Environment & Natural Resources
Colorado, State of, Department of Revenue
Columbia, County of (WI), Planning &
Zoning Department
Columbia, County of (WI), Treasurer
Commercial, Township of (NJ)
Commission de Protection du Territoire
Agricole du Québec
Commission scolaire de la Rivière-du-Nord
Confederated Tribes of the Umatilla Indian
Reservation
Consolidated Tax Collections of
Washington County
Cotulla ISD Tax Office
Covert, Township of (MI)
Cumberland-Salem Conservation District
Custer, County of (CO), Treasurer
Cypress-Fairbanks ISD Tax Assessor-
Collector
Delaware Division of Corp.s
Delaware River Basin Commission
Denton, County of (TX), Tax Office
Detroit, City of (MI), Property Tax
Dewey, County of (OK), Tax Collector
Diamond Bluff, Town of (WI), Treasurer
Downe, Township of (NJ), Tax Collector
Dubois, County of (IN), Treasurer
Dunn, County of (WI), Treasurer

East Baton Rouge, Parish of (LA), Sheriff
 Ector County Appraisal District
 Eddy, County of (MN), Treasurer
 Ellis, County of (KS), Treasurer
 Fort Bend, County of (TX), Tax Assessor-
 Collector
 Frederick, County of (MD), Treasurer
 Frederick, County of (VA)
 FTS International Services LLC
 Garfield, County of (CO)
 Garfield, County of (OK), Treasurer
 Geauga, County of (OH), Treasurer
 Gem, County of (ID), Tax Collector
 Gem, County of (ID), Zoning Commission
 General Coordination of Ecology
 Georgia, State of, Department of Human
 Services
 Georgia, State of, Department of Natural
 Resources
 Georgia, State of, Department of Revenue
 Georgia, State of, Environmental Protection
 Division
 Georgia, State of, Office of Insurance & Fire
 Safety
 Gonzales, County of (TX), Tax Assessor-
 Collector
 Goose Creek CISD Tax Services
 Grand Haven, Charter Township of (MI)
 Grant, County of (OK)
 Greenfield. Town of (MA), Treasurer
 Guanajuato, State of (MX), National Water
 Comission
 Hagar, Township of (MI)
 Hamilton, City of (Ontario)
 Harris, County of (TX), Tax Assessor-
 Collector
 Harrison Central Appraisal District (TX)
 Harrison, County of (TX), Tax Office
 Havelock-Belmont-Methuen, Township of
 (ON)
 Hickory Underground Water Conservation
 District (TX)
 Hixton, Town of (WI), Tax Collector
 Hood Central Appraisal District (TX)
 Idaho, State of, Department of
 Environmental Quality

Idaho, State of, Department of Health &
 Welfare
 Idaho, State of, Department of Lands
 Idaho, State of, Department of Water
 Resources
 Idaho, State of, Tax Commission
 Illinois, State of, Department of Natural
 Resources
 Illinois, State of, Department of Public
 Health
 Illinois, State of, Department of Revenue
 Illinois, State of, Emergency Management
 Agency
 Illinois, State of, Environmental Protection
 Agency
 Illinois, State of, Secretary of State
 Indiana, State of, Department of
 Environmental Management
 Indiana, State of, Department of Natural
 Resources
 Indiana, State of, Department of Revenue
 Isabelle, Township of (IL)
 Izard, County of (AK), Tax Collector
 Jackson, County of (WI), Treasurer
 Jefferson, County of (AL), Department of
 Revenue
 Jefferson, County of (MO), Government
 Jefferson, County of (MO), Tax Collector
 Jim Wells County Appraisal District
 Johnson, County of (TX), Tax Assessor-
 Collector
 Kentucky, Commonwealth of, Department
 of Revenue
 Kentucky, Commonwealth of, Treasurer
 Kershaw, County of (SC), Treasurer
 La Salle, County of (IL), Collector
 Lake Charter, Township of (MI)
 LaSalle, County of (IL), Collector
 Le Sueur, County of (MN), Auditor-
 Treasurer
 Le Sueur, County of (MN), Department of
 Environmental Services
 Le Sueur, County of (MN), Treasurer
 Lincoln, Charter Township of (MI)
 Louisiana, State of, Department of
 Environmental Quality

Louisiana, State of, Department of Revenue
Lubbock Central Appraisal District
Lycoming, County of (PA)
Macon-Bibb, County of (GA), Tax
Commissioner
Maiden Rock, Township of (WI)
Maiden Rock, Village of (WI)
Marshall, County of (IN), Tax Collector
Mason Central Appraisal District (TX)
Maurice River, Township of (NJ), Tax
Collector
McCulloch County Appraisal District Tax
Collector
Medicine Hat, City of (Alberta) Canada
Mexico, Government of, National Nuclear
Safety & Safeguard Commission
Mexico, Government of, National Water
Comission
Mexico, Government of, Secretariat of
Environment & Natural Resources
Michigan, State of
Michigan, State of, Department of
Environment, Great Lakes, & Energy
Michigan, State of, Department of Natural
Resources
Michigan, State of, Department of Treasury
Michigan, State of, Office of Oil, Gas &
Minerals
Michigan, State of, Public Utilities Tax
Millville, City of (NJ), Tax Office
Mining Council of South Carolina
Ministère du Développement Durable, de
L'Environnement et de la Lutte Contre
les Changements Climatiques
Ministère du Energie et Ressources
Naturelles
Ministry of Environment of the State of
Coahuila
Ministry of Natural Resources & Forestry
Minnesota, State of, Department of Health,
Well Management Section
Minnesota, State of, Department of Labor &
Industry
Minnesota, State of, Department of Natural
Resources

Minnesota, State of, Pollution Control
Agency
Mississippi, State of, Department of
Revenue
Missouri, State of, Department of Labor &
Industrial
Missouri, State of, Department of Natrual
Resources
Missouri, State of, Department of Revenue
Missouri, State of, Mining Commission
Moffat, County of (CO), Treasurer
Monroe, County of (WI)
Monroe, County of (WI), Land
Conservation District
Montana, State of, Department of Revenue
Montgomery, County of (TX), Tax
Assessor/Collector
Morris County Appraisal District (TX)
Mountrail, County of (ND), Treasurer
Murray, County of (OK), Treasurer
Nebraska, State of
Nebraska, State of, Department of Revenue
New Canaan, Town of (CT)
New Hampshire, Sate of, Department of
Revenue
New Jersey, State of, Department of
Community Affairs
New Jersey, State of, Department of
Environmental Protection
New Jersey, State of, Department of Labor
& Workforce Development
New Jersey, State of, Department of Labor
& Workforce Development,
Commissioner
New Jersey, State of, Department of the
Treasury
New Jersey, State of, Department of the
Treasury, Division of Taxation, Sales &
Use Tax
New Jersey, State of, Treasurer
New Mexico, State of, Department of,
Taxation & Revenue
New Orleans, City of (LA), Sewerage &
Water Board
New York, State of, Department of
Environmental Conservation

Nolan County Appraisal District (TX)
 North Carolina, State of, Department of
 Environmental Quality
 North Carolina, State of, Department of
 Health & Human Services
 North Carolina, State of, Department of
 Revenue
 North Carolina, State of, Department of
 Transportation
 North Dakota, State of, Tax Commissioner
 Nuevo Leon, State of (MX), National Water
 Comission
 Nuevo Leon, State of (MX), Undersecretary
 of Environmental Protection & Natural
 Resources
 Ogle, County of (IL), Tax Collector
 Ohio Environmental Protection Agency
 Ohio, State of, Department of Natural
 Resources
 Ohio, State of, Department of Taxation
 Ohio, State of, Treasurer
 Oklahoma Tax Commission
 Oklahoma, County of (OK) Treasurer
 Oklahoma, State of, Department of
 Environmental Quality
 Oklahoma, State of, Department of Mines
 Oklahoma, State of, Water Resources Board
 Ontario, Province of (Canada), Minister of
 Finance
 Ontario, Province of, Ministry of
 Environment
 Ontario, Province of, Ministry of Finance
 Ontario, Province of, Ministry of Labour
 Ontario, Province of, Ministry of Natural
 Resources
 Ontario, Province of, Ministry of Northern
 Development & Mines
 Ontario, Province of, Ministry of the
 Environment & Climate Change
 Ontario, Province of, Technical Standards &
 Safety Authority
 Oregon, State of, Department of Revenue
 Pacific, Town of (WI), Treasurer
 Pasadena Independent School District
 Pennsylvania, Commonwealth of,
 Department of Environmental Protection

Pennsylvania, Commonwealth of,
 Department of Revenue
 Perry, County of (IL), Tax Collector
 Perry, County of (MO)
 Pierce, County of (WI), Land Management
 Department
 Pierce, County of (WI), Treasurer
 Pike, County of (IL), Tax Collector
 Pontotoc, County of (OK), Treasurer
 Puebla, State of (MX), National Water
 Comission
 Puebla, State of (MX), Secretariat of
 Environment & Natural Resources
 Quebec, Province of (Canada)
 Reagan, County of (TX), Tax Collector
 Richmond, County of (GA), Tax
 Commissioner
 Richmond, County of (NC)
 Robinson, Township of (MI)
 Roosevelt, County of (NM), Treasurer
 Ross, County of (OH), Treasurer
 Rusk, County of (TX), Tax Collector
 Scott, County of (MN)
 Shelby, County of (TN)
 Shelby, County of (TN), Tax Collector
 Shreveport, City of (LA)
 Slagle, Township of (MI)
 Smith, County of (TX), Tax
 Assessor/Collector
 Somervell Central Appraisal District
 Somervell, County of (TX), Emergency
 Management
 South Carolina, State of, Department of
 Health & Environmental Control
 South Carolina, State of, Department of
 Revenue
 St. Marys, City of (GA), Tax Collector
 Staubach Global Services RR Inc.
 Ste Genevieve, County of (MO), Tax
 Collector
 Sweetwater, County of (WY), Treasurer
 Talbot, County of (MD)
 Tamms, Village of (IL)
 Tarrant, County of (TX), Tax
 Assessor/Collector
 Tenaha Independent School District (TX)

Tennessee, State of
Tennessee, State of, Department of
Environment & Conservation
Tennessee, State of, Department of
Environment & Conservation
Tennessee, State of, Department of Revenue
Texas, State of, Commission on
Environmental Quality
Texas, State of, Comptroller
Texas, State of, Comptroller of Public
Accounts
Texas, State of, Department of Agriculture
Texas, State of, Department of State Health
Services
Texas, State of, Department of
Transportation
Thunder Bay, City of (ON)
Tlaxcala, State of (MX), National Water
Comission
Trenton, Town of (WI), Tax Collector
Tuscaloosa, County of (AL), Tax Collector
Twiggs, County of (GA), Tax
Commissioner
Union, County of (IL), Collector
United States, Government of the,
Department of Agriculture, Hidden
Springs Ranger District
United States, Government of the,
Department of the Army, Army Corps of
Engineers
United States, Government of the,
Department of the Army, Army Corps of
Engineers Little Rock District
United States, Government of the,
Department of the Army, Army Corps of
Engineers, Chicago District
United States, Government of the,
Department of the Army, Army Corps of
Engineers, Fort Worth District
United States, Government of the,
Department of the Army, Army Corps of
Engineers, Rock Island District
United States, Government of the,
Department of the Army, Army Corps of
Engineers, St. Paul District

United States, Government of the,
Department of the Army, Army Corps of
Engineers, Tulsa District
United States, Government of the,
Department of the Army, Army Corps of
Engineers, Wilmington District
United States, Government of the,
Environmental Protection Agency
United States, Government of the,
Environmental Protection Agency,
Region 10
United States, Government of the, Federal
Communications Commission
Upper Deerfield, Township of (NJ), Tax
Collector
Utah, State of, Tax Commission
Veracruz, State of (MX), National Water
Comission
Veracruz, State of (MX), Secretariat of
Environment & Natural Resources
Victoria, County of (TX), Tax Collector
Virginia Department of Environmental
Quality, State Water Control Board
Virginia, Commonwealth of, Department of
Environmental Quality
Virginia, Commonwealth of, Department of
Health
Virginia, Commonwealth of, Department of
Mines, Minerals & Energy
Virginia, Commonwealth of, Department of
Taxation
Virginia, Commonwealth of, Water Control
Board
Ward, County of (ND)
Ward, County of (TX), Tax Collector
Warrick, County of (IN), Treasurer
Washington, County of (MD), Treasurer
Webster, Parish of (LA), Sheriff
Weld, County of (CO), Treasurer
Wells, Town of (ME), Tax Collector
West Virginia, State of
West Virginia, State of, Auditor
West Virginia, State of, Department of
Environmental Protection
West Virginia, State of, Department of
Health & Human Services

Wexford, County of (MI), Treasurer

Wexford, County of (MI), Zoning
Commission

Wheeler, Village of (WI)

Wilkinson, County of (GA), Tax
Commissioner

Williamson, County of (TN), Trustee

Williamsport, City of (PA), Treasurer

Winchester, City of (VA)

Winkler, County of (TX), Tax Collector

Wisconsin, State of, Department of Health
Services

Wisconsin, State of, Department of Natural
Resources

Wisconsin, State of, Department of Revenue

Wisconsin, State of, Department of Safety &
Professional Services

Woodlands Metro Center MUD

Wyoming, State of, Department of Revenue

SCHEDULE 1(g)

Insurance, LC, & Surety Parties

ACE American Insurance Co.
Affiliated FM Insurance Co.
AIG WorldSource
Alabama, State of
Allied World Assurance Co.
Ameren Illinois Co.
American Guarantee & Liability Insurance Co.
American International Group Inc.
Anthem Blue Cross & Blue Shield
Arkansas, State of
Aspen Insurance U.S. Services Inc.
Aspen US Insurance Group
AXIS Insurance Co.
Beazley USA
Caddo-Bossier Parishes Port Commission (LA)
Canada, Government of, Her Majesty the Queen in Right of Ontario
Citizens Electric Corp.
Columbia, County of (WI), Planning & Zoning Department
Commerce & Industry Insurance Co.
Commercial, Township of (NJ)
Dubois, County of (IN)
Egyptian Electric Cooperative Association
Factory Mutual Insurance Co.
Federal Insurance Co.
Georgia, State of, Department of Natural Resources
Georgia, State of, Office of the Governor
Great American Insurance Co.
HDI Global Insurance Co.
Idaho, State of
Illinois, State of
Illinois, State of, Department of Natural Resources
Indian Harbor Insurance Co.
Indiana, State of
Insurance Co. of the State of Pennsylvania, The
J & M Harris Partners Ltd.

Le Sueur, County of (MN)
Lexon Insurance Co.
Liberty Mutual Insurance Co.
Liberty Mutual Insurance Cos.
Massachusetts Bay Insurance Co.
Michigan, State of, Department of Licensing & Regulatory Affairs, Workers' Compensation Agency
Michigan, State of, Office of Oil, Gas & Minerals
Midwest Railcar Corp.
Missouri, State of
Monroe, County of (WI)
National Union Fire Insurance Co.
New Orleans, City of (LA), Sewerage & Water Board
North Carolina, State of
Ohio, State of, Bureau of Workers' Compensation
Ohio, State of, Department of Natural Resources
Oklahoma, State of
Pierce, County of (WI), Land Management Department
Robinson, Township of (MI)
RSA Luxembourg SA
South Carolina, State of, Department of Health & Environmental Control
Starr Indemnity & Liability Co. Inc.
Texas, State of, Department of Transportation
Travelers Property Casualty Group
United States, Government of the, Department of Homeland Security, Customs & Border Protection
United States, Government of the, Department of the Army, Army Corps of Engineers, Chicago District
Virginia, Commonwealth of, Water Control Board
W. R. Berkley Corp.

West Virginia, State of, Division of
Highways
WR Berkley Group
Wright National Flood Insurance Co.
Zurich Insurance Co.

SCHEDULE 1(h)

Landlords

Adams, JD	Christenson, Roy D.
Adams, Pearlie B.	Christenson, Timothy A.
Allegheny Valley Railroad Co.	Clark, Allen R.
American National Insurance Co.	Clark, Joyce A.
Archie, J. E.	Cohiba LLC
Archie, Rhoda	Cole, Freeman O.
Arcilla Mining and Land Co. LLC	Cole, Glenda F.
Arwood, Barbara	Cole, Jestene
Attenberger, Nathan	Coleman, Rebecca
Baker Hughes Oilfield Operations Inc.	Covia Canada Ltd.
Behling, DeWayne	Covia Holdings Co.
Behling, Joan	Covia Holdings Corp.
Bennett, Frances	Covia Specialty Minerals Inc.
Bennett, Frederick S.	Cross, Joe B.
Best, Cynthia L.	Cross, Robert E., Jr.
Best, Frank	CSX Transportation Inc.
Birk Trust dated March 14, 2007, The	Dakota Plains Holdings Inc.
Birk, Alana R.	Dancing Hills LP
Birk, David R.	Deans, Randy R.
Blackbeard Resources Royalty LLC	Dedmond, Frances Sims
Blondell Pierce Cole Revocable Living Trust	Denton, Jennifer
BNSF Railway Co.	Denton, Terri
Board of Regents of the University of Texas System	EFN Benton Harbor Property LLC
Bobbit, Lola Ann	Eggleston, Curtis L., Sr.
Bobbit, Luther, Jr.	Eggleston, Gerald L.
Bowater Timber 3 LLC	Eggleston, Myrtle
Boyle, Lewis	Eggleston, Ralph
Brown & Watson Inc.	El Paso Natural Gas Co. LLC
Burrows, Jay	Ellen B. Lorenberg Revocable Trust
Caddo-Bossier Parishes Port Commission (LA)	Ellen B. Lorenberg Revocable Trust dated December 13, 1989, The
Canada, Government of, Minister of Natural Resources	Ellis, Elizabeth L.
Canadian Pacific Railway Co.	Energy II Royalty LLC
Cannon, Ann Sims	Ernst, Sunny W.
Cherney, Michael	Estate of Judith A. Frey, The
Christenson, David L.	Estate of Larry Leonard Fernandes
Christenson, Deborah	Fana Burhamthorpe Corp.
Christenson, Delores	Fernandes Nesom, Hallie Ann
Christenson, Pamela	Fernandes, Edward Street
	Fernandes, William Douglas, Jr.
	FG Minerals LLC
	FML Sand LLC

FML Terminal Logistics LLC
Fouke, Connie L.
Fowler, Byrd
Fowler, Patricia
Fowler, Ronnie
Frazier, Audrey
Frazier, Wiley
Freeman, Ester Sims
Freeman, Esther Sims
Frey, Dale Howard
FTS International Services LLC
G & RG Inc.
Gardendale Railroad Inc.
George C. Hupp Trust Dated September 1,
1995, The
Gerald L. Eggleston Revocable Living Trust
Dated May 19, 2000, The
Great Bay Development Corp.
Great Plains Sand LLC
Gunderson, Timothy
H4 Holdings LLC
Halterman-Reynolds LLC
Hamilton Port Authority
Hankins, A.H.
Hankins, Maxine
Harbison Walker International Inc.
Harris, Mary Sims
Hicks, Jesse Thomas
Hicks, Jessie
Hicks, Mollie
Higdon, Betty
Higdon, John Stanley
Higdon, Stanley
Hughes, Bonnie Jean
Hughes, Roy J.
Hupp, George C.
Hupp, George C., III
Hupp, Nada G.
Illinois Railway LLC
Imerys Kaolin Inc.
J & M Harris Partners Ltd.
Jack Meeks Farm and Ranch
James, Janet Marie
James, Lillian Duer
James, Virginia Ann

Jan C. Sotiore Trust Dated February 14,
2000, The
Kaasa, David
Kaasa, Rayna
Kee, Dwayne
Kee, Gary D.
Kee, Gladys
Kee, Jordan Dwayne
Kee, Judy
Kee, William Dennis
Keys, June Sims
Knight, Lois Sims
Knox Group/North 77 LLC
Lake Elmo Bank
Lamb, Henry
Lamb, Irene
Lansdowne Industrial Inc.
Larry W. Birk & Gretchen A. Birk Trust
"Larry W. Birk & Gretchen A. Birk Trust
dated July
17, 1995, The"
Laster, Sara L.
Laukien, Dirk D.
Lundin Family LLC
Martin Marietta Corp.
Martin Marietta Equipment Co. Inc.
Martinez, David
Matthews, Angela
McAnarney, Linda Marie
McCusker, William
McElroy, W.D.
McFarland, Carolyn
McFarland, Varde
Mealman, James
Midwest Wireless Communications LLC
Mitsui Rail Capital LLC
MOAP LLC
Montgomery, Betty J.
Nada G. Hupp Trust Dated September 1,
1995, The
Nemeth, Gregory L.
Nemeth, Michelle L.
Nesom, Hallie Ann Fernandes
Newby, Steve
Omaha Track Inc.
Oncor Electric Delivery Co. LLC

Park Huntersville Partners LLC
Phillips, Gladys Joyner
Plains Marketing LP
Progressive Rail Inc.
Property Plus One LLC
Q Prime Inc.
Quebec, Province of (Canada), Minister of
Energy & Resources Naturelles
Quilling, Josephine
Quilling, Marshall
Red Hogg LLC
Reid, C. B.
Reid, Iva Mae
Rycroft Reload Ltd.
Schmid, Carl
Schmidt, Carl
Schmidt, Verna
Scioto Land Co. LLC
Scott Land Co. LLC
Scott, County of (MN)
SEDA-COG Joint Rail Authority
Shafer, Isabelle R.
Shafer, Louise N.
Shafer, Ralph A., Jr.
Shafer, William H.
Shakopee Sand LLC
Shirley J. Birk Voluntary Trust of January
29, 2002
Sims Taylor, Jana Diane
Sims, Annette B.
Sims, Betty S.
Sims, Cheryl Ann
Sims, Daniel Wade
Sims, Earl L.
Sims, Earnest A.
Sims, Ernest A.
Sims, Gary Roger
Sims, Gary Rogers
Sims, Jeffrey Ray
Sims, Louis Wayne
Sims, Margie H.
Sims, Marjorie H.
Sims, Mildred
SMC Covia Holdings Corp.
Smith, Bell
Smith, Mary Sims

Smith, Mildred Sims Bell
Snider, Ruby L.
South Texas Proppants & Supply LLC
Southton Rail Yard LLC
Spencer-Lotusdale Farm LLC
Spiller, Percy L., Jr.
Spiller, Rita H.
Stanley, John
Stone, Geraldine Sims
Stone, Karen Lee Fernandes
Summit Cleveland Realty LP
Taylor, Jana Diane Sims
Texas Mexican Railway Co., The
Texas Pacifico Transportation Inc.
Texas Specialty Sands LLC
Texas, State of, Department of Treasury
Thayer, Gordon
Thayer, John J.
Thayer, Kathleen
Thayer, Lisa M.
Thompson, Bobbie Sims
Transload Solutions LLC
Troll King LLC
Truck Salvage & Parts Co. Inc.
Union Pacific Railroad Co.
United Grain Corp. of Oregon
University of Texas System Board of
Regents, The
Vetter Stone Co.
Vulcan Construction Materials LP
Wedron Silica Co.
Wheeler, Village of (WI)
Whibco Inc.
Wilkins, Richard B., III
Williams, C.B.
Williams, Ina Bell
Wisconsin Industrial Sand Co. LLC
Witt, Stephen P.
Wren, Fred P.
Wren, Monta M.
Wright, Helen C.
Wright, L. K.

SCHEDULE 1(i)

Lenders

ABN AMRO Capital USA LLC	Deutsche Investment Management Americas Inc.
ABRY Partners LLC	DFG Investment Advisers
Aegon NV	Dislocation Capital Management Inc.
Alcentra Capital Corp.	Doubleline Capital LP
Allianz Global Investors US LLC	DSC Meridian Capital LP
American Money Management Corp.	DWS Investment Management Americas
Ameriprise Financial Inc.	Eagle Point Credit Management LLC
Amundi Pioneer Asset Management Inc.	Fidelity Investments
Anchorage Capital Group LLC	Galaxy XXIV CLO Ltd.
Angelo Gordon & Co. LP	Garrison Investment Group
Aozora Bank Ltd.	Goldentree Asset Management LP
Apex Credit Partners LLC	Goldman Sachs Asset Management LP
AXA Investment Management	Golub Capital LLC
Bank of America Corp.	Guggenheim Partners
Bank of Nova Scotia, The	H.I.G. WhiteHorse Capital LLC
Barclays Bank plc	Halcyon Asset Management LLC
Barings LLC	Harch Capital Management LLC
Bayside Capital Inc.	Hayfin Capital Management LLP
Beach Point Capital Management LP	Highbridge Capital Management
Benefit Street Partners LLC	Highland Capital Management LP
BlueCrest Capital Management	HPS Investment Partners LLC
BNP Paribas SA	HSBC Bank USA NA
BNP Paribas Securities Corp.	Icici Bank Ltd.
Canaras Capital Management LLC	Insight North America LLC
Canyon Capital Advisors LLC	Invesco Ltd.
Carlyle Investment Management	Investcorp
CarVal Investors	Jefferies LLC
CBAM Partners	JH Lane Partners Master Fund LP
Cerberus Capital Management LP	JMP Credit Corp.
CIFC Asset Management	Kayne Anderson Capital Advisors LP
Citizens Bank NA	KBC Bank NV
Citizens Banking	Keybank NA
CKC Capital LLC	Kilimanjaro Advisors LLC
Columbia Threadneedle Investments	Kramer Van Kirk Credit Strategies LP
Column Park Asset Management LP	Leith Wheeler Investment Counsel Ltd.
Commerzbank AG	Liberty Bank
Credit Value Partners	Loomis Sayles & Co.
Crestline Denali Capital LP	Lord, Abbett & Co. LLC"
Cutwater Holdings LLC	Mackenzie Financial Corp.
DA Capital LLC	Magnetar Capital LLC
DCM Senior Credit LLC	Manulife Securities Inc.

Marathon Asset Management LP
Marble Point Credit Management LLC
MetLife Inc.
MidOcean Partners LLP
Mizuho Bank Ltd.
MJX Asset Management LLC
Morgan Stanley Investment Management Inc.
MP CLO Management LLC
Napier Park Global Capital (US) LP
Nassau Asset Management
Natixis Loomis Sayles Senior Loan Fund
Neuberger Berman Group LLC
New England Asset Management Inc.
New York Life Insurance Co.
Newfleet Asset Management LLC
Newport Global Advisors LP
Nomura Securities International Inc.
Nuveen Fund Advisors LLC
NYL Investors LLC
Oaktree Capital Management
Octagon Credit Investors LLC
Onex Credit Partners
Oppenheimer & Co. Inc.
Orchard First Source Asset Management LLC
Pacific Investment Management Co. LLC
Pacific Life Insurance Co.
Palmer Square Capital Management
Par IV Offshore Fund Ltd.
Par-Four Investment Management LLC
PGIM Inc.
Pinebridge Investments LLC
PNC Bank NA
Prudential Financial Inc.
RBC Global Asset Management Inc.
Saratoga Partners
Seix Investment Advisors LLC
Shenkman Capital Management Inc.
Silvermine Capital Management LLC
SKY Harbor Capital Management LLC
Sound Point Capital Management LP
State Street Corp.
Steele Creek Investment Management LLC
Stone Harbor Investments Inc.
Symphony Asset Management LLC

Tall Tree Investment Management LLC
TELOS Asset Management LLC
THL Credit Inc.
Valcour Capital Management
Voya Investment Management
Wasserstein Debt Opportunities Management LP
Wells Fargo Bank NA
Whitestar Asset Management LLC
Zais Group

SCHEDULE 1(i)

Litigation Parties

Adams, Willie J.
Affiliated Freight Support LLC
Allen, James E.
Allen, Philip, Jr.
Allen, Quentin Jerone
Amison, James
Andrew, Wilbert
Archie, Henry L.
Armstrong, Darry Leon
Armstrong, Joseph
Bagley, Danny
Barnett, Herman
Bass, James E.
Baxter Bailey & Associates Inc.
Beard, Larry J.
Beard, Mikeral
Beaver, Dwight I.
Belac, Loretta
Blackerby, Sylvia
Blutcher, Lonzie
Bonner, Dranne
Bonner, Joseph, Sr.
Bowers, Dennis
Boyd, Alvertis
Bray, Lynn Alan, Sr.
Brooks, Brandon
Brooks, Patrick Jerome
Brooks, Phyllis
Brooks, Rory
Broom, Corey
Brown, John Anthony
Brown, John H.
Brown, Matthew Christian
Brown, Michael James
Brown, Reginald D.
Burch Corp.
Butler, John
Byrd, Melvin, Jr.
Canada, Anthony L.
Carr, Edward Terrell
Carson, Harry
Carter, Reginald Lemond

Chaney, Frank
Cherveny, Bentley
Cherveny, Ethan
Christian, Theodis
Cobb, Willie, Jr.
Cole, Ursula V.
Cook, Efrem
Cook, Michael E.
Cope, Faith Belac
Cowan, Shedrick, Jr.
Craig, Adrian
Craig, Eric
Crosby, Marcia
Crosser, Tracie
Crowley, Michael
Culwell, Fred J.
Cunningham, Robert, III
Daniels, Larry T.
Daniels, Larry Y.
Darden, Joseph C.
Davidson, John
Davidson, Roger
Davis, Byron
Davis, John Lewis, Sr.
Dawson, Derek
Dennis, Ronnye
Dinkins, Damian
Dismukes, Daniel
Driver, Robert
Ducksworth, Althea
Ducksworth, Robert C., Sr.
Duckworth, Patricia
Dummit, Peyton
Eades, Laroderick Anquone
Edwards, Christopher
Eirhart, Cindy
Eirhart, Richard, Sr.
Faith Technologies Inc.
Fevid Transport LLC
Fish, Steven
Flores, Sergio
Floyd, Kenneth E.

Ford, K. Arthur
Fowler, Tony Andra
Fuller, Izas
Gamble, Gregory
Gaston, Jerry
Gaston, Jerry, Jr.
Gaston, Ladarrius
Gerchow, Rob
Gibson, Dwight
Gilbert, Dewayne
Gilchrist, James Harold
Gipson, Anthony
Gipson, Charles
Glover, Desmond
Goines, Joseph L.
Goines, William C.
Goodrich Mud Co. Inc.
Goodwin, Michael D.
Gordon, Maurice
Grant, Timothy Lewis, Jr.
Gray, Kenneth
Green, Willie B.
Guaranteed Supply Co.
Gunn, James L.
Hamilton, Lewis M.
HarderBuilt LLC
Hardin, Oscar, Jr.
Hardin, Tommie
Hardrick, Clarence
Harkins, Christopher
Harried, Raymond
Harris, Debra
Harvey, Allen G.
Hatcher, Sedric
Hatcher, Vanshon
Hawkins, Robert Hollis
Hawkins, Zoe
Henderson, Harold
Henderson, Johnny
Hendon, Anthony D.
Henry, Kelly
Higgins, Barbi
Hill, Michael D.
Hill, Rose
Hill, Theodore
Hines, Charles H.

Hines, Inez W.
Horn, Caster
Horn, David
Howard, Lucious
Hubbard, Kenneth Duane
Hudson, George A.
Hudson, Stassonia L.
Hunter, Larry
Ickes, Locky
Ickes, Sandra
Ishmon, Luster
Isiah, Reed, Jr.
Jackson, Anderson
Jackson, Derrick
Jackson, Donald T.
Jackson, Dwight
Jackson, Eric
Jackson, Jimmy E.
Jackson, Joel
Jackson, Leroy
Jackson, Michael
James, David E.
Jarkins, Phillip
Jefferson, Michael
Jennings, John
Johnson, Anthony
Johnson, Darlene
Johnson, Dustin
Johnson, Errol C.
Johnson, Hilda Marie
Johnson, Jerry Wayne
Johnson, Mary Ann
Johnson, Sam
Johnson, Stephen
Jolley, Charles, Jr.
Jolley, Dewarren
Jones, Adrain
Jones, Alfonzo
Jones, Anthony
Jones, Curley L.
Jones, James T.
Jones, Jerome
Jones, Joseph
Jones, Karl
Jones, Sheila
Jones, Terry H.

Keener Sand & Clay Co.
Kelley, Tyre Curtis
Kelow, Thomas
Kennedy, King, II
King, Johnny
Knight, Luther
Kreuger, Geoffrey
Lamie, Margaret
Langston, Steve W.
Latham, George
Latham, Ruth
Lawson, Gregory
Lee, Brainard R.
Lee, Derrick
Lee, Keleaf
Lewis, Johnny B., Jr.
Lewis, Reginald
Long, Herman
Loris, John B.
Lucas, Jack
Malone, Jackie
Marks, Timothy Alexander
Marshall, Morris D.
Martin, Diane (Skomski)
Martin, Earl
Martin, Marvin
Martin, Thomas H.
MassMutual Asset Finance LLC
Mauldin, Johnny Lee, Jr.
Mayes, Sammie
McCarley, Milton
McClain, Kenneth
McKinnon, James E.
McKnight, Carl
McKnight, Janette J.
Merritt, Julius
Miles, Waylon C.
Miller, Margo
Minter, Felix
Moats, Deborah
Moats, Timothy
Moore, Alex
Moore, Anthony S.
Moore, Bobby
Moore, Curtis, Jr.
Moore, Elmer Jerome

Moore, Joe J.
Moore, Marvin
Moore, Shellie
Morris, JC
Moss, Broderick Demont
Murry, Troy
Nelson, Albert J.
Nelson, Lee Curtis
Nelson, Leonard
Niblet, Willie
Odom, Frankie
Oliver, Dantineo
Omaha Track Inc.
O'Quinn Williams, Karen
Paige, Eddie James
Paige, Shon Elliot
Paige, William F., Jr.
Parsons, Roger D.
Paschall, Susan
Patterson, Melvin Allen
Patterson, Tracy Leann
Patton, Earl M.
Penn, Codi D.
Perkins, Charles
Perkins, James
Perry, Aaron
Person, Cedric D.
Peterson, Craig
Peterson, Dedrick Lee
Peterson, Jodene
Peterson, Scott
Phillips, Darruis
Phillips, James
Pickens, Jerome
Pond, Samuel
Pope, Terry Lester
Powell, Sheila
Pruitt, David
Pruitt, Gary Wayne
Queen, Emma M.
Randall, Daniel, III
Randall, Daniel, Jr.
Range, Damon Marquite
Rayburn, James Anthony
Rayburn, James Larry
Reed, William

Reynolds, Eddie N.
Rhodes, Roger Dale
Richardson, Gerald Bernard
Richardson, Lamardric
Rickicki, David
Roakes, Scott
Roberson, Clinton Craig
Roberson, James E.
Roberts, Charles D.
Robinson, Benita
Roller, Earnest Deron
Ross Aluminum Castings LLC
Ruffin, Cristopher O.
Ryans, Martha L.
Sand Revolution LLC
Sanders, Bobby
Sanders, Carl
Scott, Bobby Lee
Segarra, Glidden Jr.
SERVPRO of Birmingham
Simon, Billy D.
Simon, Garvell
Skomski, Thomas
Smiley, Rodney
Smith, Antoney
Smith, Antwan
Smith, Arthur L., Jr.
Smith, Harvey
Smith, Justin Bernard
Socha, Tammy
Speight, Anthony
Spencer, Kelvin
Spikes, Fredrick
Stamps, Charles Frederick
Stanford, Nathaniel
Stapleton, Alice
Starks, Tommy
Stephenson, Tyrone Aundre
Stiles, Tommie John
Stoudemire, Larry
Strickland, Kathryn J.
Structures Unlimited LLC
Summerville, David
Summerville, Jermaine
Swoops, Danny
Tate, Ralpheal

Taylor, Johnnie
Taylor, Mary Frances
Tenner, Will T.
Thomas, Andrew
Thomas, Antonio
Thomas, Curtis W.
Thomas, Donald E.
Thomas, Edward J.
Thomas, Marques
Thomas, Robert A.
Thompson, Antonion
Thompson, Benjamin
Thompson, Raymond
Thompson, Robert
Thompson, Roger
Thompson, Sophie
Thompson, Stephanie
Thompson, Zachary
Thornton, James Stevie
Tolbert, Terizian
Tubbs, Leotha Christipher
Turner, Charles Glenn, Jr.
Ulmer, Christopher Sentel
United States, Government of the, Securities
Exchange Commission
Vulcan Heating & Air Conditioning
Services Inc.
Walker, Anthony
Walker, Larocca
Wallace, Nathaniel
Walton, Johnny
Ward, Darryl Sean, Jr.
Ware, Charles Edward
Warren, Aaron
Washington, James
Washington, Leon
Watertight Systems Inc.
Watts, Adalyn
Watts, Alexander
Watts, Austin
Watts, Jaclyn
Watts, Jeffrey
Weatherspoon, Eddie B.
Webb, Rollin
Webb, Willie James
Weiderspahn, Robert

Wells, Alphonse
Whatley, Jerry
Whitt, Alvin L.
Whitt, Robert Lee
Wilkerson, Prentice
Williams, Anderrious
Williams, Antonio
Williams, Jimmy D.
Williams, Richard
Williams, Tony A.
Williams, Willie Ben, Jr.
Willingham, Clifton
Wilson, Norterrance
Wilson, Robert
Wingard Water Corp.
Wingard, Oral
Witherspoon, Richard
Witherspoon, Tony
Witherspoon, Willie Harry
Woods, Larry
Woods, Michael
Wray, Cornelius Edward
Wyse, Catherine
Wyse, Kenneth
Wyse, Norman
Zachry Industrial Inc.

SCHEDULE 1(k)

Other Contract Counterparties

3E Co. Environmental Ecological & Engineering	Carlsbad Logistics LLC
ACF Industries Inc.	Carri Scharf Materials Co.
Addedo Solutions Ltd.	Caterpillar Financial Services Corp.
AdvanSix Inc.	Caterpillar Financial Services Ltd.
Ahead ERP Consulting Inc.	CB Logix LLC
Air Technologies Inc.	Central Illinois Contractor & Equipment Rental Inc.
Airgas USA LLC	Cetane Energy LLC
Algoma Central Corp. (Assigne of Seaway Marine Transport)	CH Robinson Worldwide Inc.
Alice Training Institute LLC	Chemours Co. FC LLC, The
Allegheny Ludlum Corp.	Chrome River Technologies Inc.
Alliance Advisors LLC	CIG Logistics Services LLC
Americal Commercial Barge Line LLC	CIG Tenaha LLC
American Express Travel Related Services Co. Inc.	Cintas Corp.
Anchor Glass Container Corp.	Citibank NA
Aramark Uniform Services Inc.	Consolidated Grain & Barge Co.
ARDEX LP	Continental Intermodal Group - Loving LLC
Arkansas-Oklahoma Railroad Co. Inc.	Continental Intermodal Group-Trucking LLC
Ascend Performance Materials Inc.	Convenient Cleaning LLC
Asher Logistics LLC	Covestrol LLC
Atmos Energy Marketing LLC	Custom Building Products Inc.
Automotive Rentals Inc.	Dakota Petroleum Transport Solutions LLC
Aztek Consulting Corp.	De Lage Landen Financial Services Inc.
Bates Garage Co.	Deere & Co.
Beard, Chuck	Diligent Corp.
Bighorn Divide & Wyoming Railroad Inc.	Donlen Fleet Leasing Ltd.
Binary Defense Systems Inc.	Donnelley Financial LLC
Black Letter Discovery Inc.	DTE Gas Co.
Bloomberg Finance LP	Ducker Worldwide LLC
BMO Capital Markets Corp.	Dyno Nobel Inc.
Bolton & Menk Inc.	Egencia Canada Corp.
Broadridge Investor Communication Solutions Inc.	Employment Learning Innovations Inc.
BrownFlynn Ltd.	Enable Oklahoma Intrastate Transmission LLC
Buckeye Transfer Realty LLC	Enogex LLC
Buffalo & Pittsburgh Railroad Inc.	Enterprise Fleet Management Inc.
C & C Transload LLC	Envirotech Services Inc.
C&H Electric & Construction Inc.	Fairmont Supply Co.
CA Lawton Co., The	Fastenal Co.
Canadian Tire Corp. Ltd.	Fedex Corp.
	Fedex Ground Package System Inc.

FEVID Transport LLC
Financial Fenesse Inc.
Fine Tune Management LLC
First American Commercial Bancorp Inc.
First Union Rail Corp.
FMT Aggregate LLC
Fort Worth & Western Railroad
Foster Townsend Rail Logistics Inc.
Francis Drilling Fluids Ltd.
FTS International Services LLC
G & RG Inc.
Gary Allen Enterprises Inc.
Georgeson LLC
Georgia Southwestern Railroad Inc.
GP Red River Sand LLC
Grace Matthews Inc.
Granite Peak Transloading LLC
GZA Geoenvironmental Inc.
HarbisonWalker International
Hiser Logistics LLC
HOV Services Inc.
Hyatt Place Cleveland
IFS North America Inc.
Indurante & Associates Inc.
Industrial Market Insight LLC
Inman Electric Co. Inc.
Innovative Shapecasting Group Corp., The
IntraLinks Inc.
Iowa Northern Railway Co.
Iowa Southern Railway Co.
Iowa Traction Railway Co.
Ipreo Holdings LLC
Jag, Gary
Joele Frank Wilkinson Brimmer Katcher
Kannel Enterprises LLC
Kellogg Terminal LLC
Kohler Co.
Komatsu Financial Ltd.
Lasalle County Transfer LLC
Laticrete International Inc.
LeClaire Manufacturing Co.
LexisNexis Group Inc.
Lisk Trucking Inc.
Llamasoft Inc.
Logicalis Inc.
Longview Asphalt Inc.

Loup Logistics Co.
Lucas Oil Rail Lines
Lycoming Valley Railroad Co.
Maalt LP
Madison Railroad, The
Magid Glove & Safety Manufacturing Co.
LLC
Mansfield Oil Co. Inc.
Marathon Oil Co.
McKees Rocks Industrial Enterprises Inc.
McKinsey Recovery & Transformation
Services US LLC
Menards Inc.
Metro East Industries Inc.
MID-SHIP Logistics Inc.
Midwest Maintenance & Industrial Inc.
Midwest Trans-Load LLC
Mine2Well Energy Services LLC
Missouri & Northern Arkansas Railroad Co.
Inc.
Mo Lynn Consulting LLC
Modern Material Services LLC
MOR PPM Inc.
Motion Industries Inc.
NASDAQ OMX Corporate Solutions
International Ltd.
National Polymer Laboratories
NB Ventures Inc.
Nebraska, Kansas & Colorado Railway LLC
Neo Solutions Inc.
New York, Susquehanna & Western
Railway Corp., The
North Vernon Industry Corp.
Nudge Rewards Inc.
Nugent Sand Co. Inc.
Oakley Louisiana Inc.
Ohio Crushing & Screening Inc.
Ohio River Partners Shareholder LLC
O-I Canada Corp.
Owens-Brockway Glass Container Inc.
Oxy USA Inc.
Patten Industries Inc.
Pavestone Co. LLC
Permian Lodging Monahans LLC
Piereth Sales Associates
Pine Bluff Materials LLC

Piper Jaffray & Co.
Plastics Engineering Co. Inc.
Playmer Processing Tech LLC
Prairie Transportation Inc.
Price River Terminal LLC
PricewaterhouseCoopers Advisory Services
LLC
PricewaterhouseCoopers LLP
Printelogy Inc.
Produits Minera Inc.
Professional Travel Inc.
ProPetro Services Inc.
R.J. Corman Railroad Co./Tennessee
Terminal
RAS Data Services Inc.
RB Scott Co. Inc.
Red River Valley & Western Railroad Co.
Re-Quest Inc.
Rocky Mountain Transload Inc.
Roland Machinery Co. Inc.
Rotex Global LLC
RS Energy Group Inc.
Ry2 Solutions Inc.
Ryan LLC
Sacramento Energy Resources
Sai Global Compliance Ltd.
Salesforce.com Inc.
Sand Products Corp.
Sand Revolution LLC
SCP Distributors LLC
Seaway Marine Transport Inc.
ServiceMaster Residential/Commercial
Services LP
Sibelco Nederland NV
Sibelco North America Inc.
Sigfried Group LLP, The
SNF Inc.
Soane Energy LLC
Soane Labs LLC
Southern Coal & Land Co. Inc.
Southern Illinois Transfer Inc.
Sparco SpA
Spotted Lakes LLC
Summit Energy Services Inc.
Sweetwater Switching Co. LLC
Target Logistics Management LLC

TCC Materials
Tennessee Southern Railroad Co.
Tessco Energy Services Inc.
Test Monki LLC
Tethis Inc.
TheIRapp LLC
Thomson Reuters (Tax & Accounting) Inc.
ThorWorks Industries Inc.
Tierra Firme Midstream LLC
Tournesol Siteworks LLC
Toys R Us (Canada) Ltd.
Tranz LLC
Trend Brand Solutions
Trifecta Worldwide Sourcing LLC
Trimac Transportation Central Inc.
Twin Eagle Sand Logistics LLC
Tyco Fire Products LP
UniFirst Corp.
United Rentals (North America) Inc.
Varilease Finance Inc. - Wire
Vermillion Valley Railroad
Vertex Inc.
VFS Leasing Co.
Vision Solutions LLC
Walden Industries Inc.
Walker Enterprize
Wal-Mart Stores Inc.
Watco Transloading LLC
Weir Slurry Group Inc.
Wells Fargo Equipment Finance Inc.
West Monroe Partners
Westwood Global Energy Group
Wheels Inc.
Wiese USA Inc.
Winn Marine LLC
Wisconsin and Southern Railroad LLC
Wolters Kluwer TAA NA
Zachry Engineering Corp.

SCHEDULE 1(I)

Professionals

AlixPartners LLP
Baker & Hostetler LLP
Boyar & Miller PC
Butler Snow LLP
Calfee Halter & Griswold LLP
Chatham Hedging Advisors LLC
Day Pitney LLP
Ernst & Young LLP
Fragomen Del Rey Bernsen & Loewy LLP
Fredrikson & Byron PA
Gable & Gotwals PC
Giordano Halleran & Ciesla PC
Gordon Rees Scully Mansukhani LLP
Hinckley Allen & Snyder LLP
Hughes Hubbard & Reed LLP
Jackson Kelly PLLC
Jackson Walker LLP
Keller & Heckman LLP
Klein Thorpe & Jenkins Ltd.
KPMG International Cooperative
KPMG LLP
Miller Christie & Kinney PC
Passarelli Law LLC
Paul Weiss Rifkind Wharton & Garrison LLP
PJT Partners Inc.
PricewaterhouseCoopers LLP
Quarles & Brady LLP
Rankin Hill & Clark LLP
RS McGladrey
RSM US LLP
Shook Hardy & Bacon LLP
Stoel Rives LLP
Susman Godfrey LLP
Swartz Campbell LLC
Vorys Sater Seymour & Pease LLP
Wiggin & Dana LLP

SCHEDULE 1(m)

Railcar Lessors

American Railcar Industries Inc.
American Railcar Leasing LLC
Bank of America Leasing & Capital
Bridge Capital Leasing Inc.
Bridge Funding Group Inc.
Chicago Freight Car Leasing Co.
CIT Bank NA
CIT Group/Equipment Financing Inc.
Citizens Asset Finance Inc.
Flex Leasing LLC
GATX Corp.
GE Capital Rail Services
Green Union II Trust
Greenbrier Leasing Co. LLC
Greenbrier-Concarril LLC
Greenbrier-Gimsa LLC
Helm-Pacific Leasing
Huntington National Bank, The
Infinity Transportation 2018-1 LLC
MassMutual Asset Finance LLC
Midwest Railcar Corp.
Mitsui Rail Capital LLC
Pacific Western Bank
Progress Rail Leasing Corp.
Siemens Financial Services Inc.
SMBC Rail Investment LLC
SMBC Rail Services LLC
Trinity Industries Leasing Co. Inc.
VTG Rail Inc.
Wells Fargo Rail Corp.

SCHEDULE 1(n)**Royalties Interest Lease Counterparties**

AP Green Industries Inc.	Hamilton, John
Ashby & Geddes	Hamilton, Kevin F.
Ashby Family Trust	Hanson, Cynthia J.
Barron, Vernon Wes	Hicks, Jeff
Baughman, W. Bruce	Hicks, Jesse
Birk, David R.	Higdon, Alice
Birk, Judith Ann	Higdon, Betty
Birk, Larry	Holden, Dean A.
Birk, Roy	Holden, Mary L.
Birk, Shirley	Hollingsworth, Martha
Blackbeard Resources Royalty LLC	Huffins, Alice
Boaz Energy II Royalty LLC	Ian Bell Williams Testamentary Trust
Bobbit, Lola Ann	J&M Harris Partners Ltd.
Bobbit, Luther, Jr.	James Kenneth Stone
Boyle, Lewis H.	James LLC
Brown & Watson Inc.	Joyner, Charles W.
Burton Maberry, Diana	Kaasa, David J.
Burton, Oscar M.	Kaasa, Rayna
Cole Sparks, Glenda	Kee, Dwayne
Cole, James	Kee, Gary
Cole, Justine	Kee, Judy
Coleman, Rebecca	Kee, Tracy
Cross, Corey	Lindsey, Billy
Cross, Donald	Lindsey, David Harper
Dancing Hills LP	Lindsey, Mark McDonald, Jr
Estate of Larry Leonard Fernandes	Lindsey, William J.
Evans, Jeffrey Burton	Lockey Coney, Mary Ann
Fernandes, Edward S.	Lockey, Eddie Lowery, II
Fernandes, Will D.	Lockey, Leslie Kay
FG Minerals LLC	Lockey-Gates, Lisa Ann
Fowler, Abbott	Martin Dairy Farms Inc.
Fowler, Charles D.	McElroy Bone, Elwyne
Fowler, Clint	McElroy, Eugene
Fowler, Mattie	McElroy, Ronald Clyde
Fowler, Ronnie	Pierce Cole, Blondell
Freeman Cole	Pond, Chester R.
Goforth Williamson Inc.	Quincunx Mining LLC
Gray Hoyt, Chloe	Red Hogg LLC
Gray, Donald R.	Red River Nacogdoches TRS LP
Gray, Douglas Harold	Seemore Ranch LLC
H4 Holdings LLC	Shafer, Shannon C.
Hamilton, Estelle	Sharp, Jared

Smith, Slaton Sharp
Soane Energy LLC
Spiller, PL, Jr.
Stone Bybee, Manota
Stone Sheppard, Ruth
Stone, Karen Lee Fernandes
Stone, Robert, Jr.
Thompson Soules, Nettie O.
Thompson, Adam
Thompson, Bill
Thompson, Brandon L.
Thompson, James Overton
Thompson, Tommy G.
Vonholtum, Jeff
Watson, David
Watson, Edna
Watson, Sara
Whibco Inc.
Whibco of New Jersey Inc.
Whitesides, David
Whitesides, Douglas V.
Whitesides, Marshall M.
Whitesides, Walter Don
Wilkens Ernst, Sunny
Wilkens, Richard B., III
Willaim H. Shafer Sr. Trust
Williamson, John W.

SCHEDULE 1(o)

Significant Competitors

3M Co.
A.F. Gelhar Co. Inc.
Active Minerals International LLC
Atlas Resin Proppants LLC
Atlas Sand Co. LLC
Badger Mining Corp.
Black Mountain Silica
Capital Sand Co. Inc.
CARBO Ceramics Inc.
Cimbar Performance Minerals Inc.
Emerge Energy Services LP
Florida Rock Industries Inc.
G3 Enterprises Inc.
Hi-Crush Inc.
Imerys SA
JM Huber Corp.
JR Simplot
Lane Mountain Co.
Lhoist North America Inc.
Manley Bros. of Indiana Inc.
Minerali Industriali SRL
Momentive Performance Materials Inc.
Nugent Sand Co. Inc.
Old Hickory Clay Co. Inc.
Omya
Short Mountain Silica LLC
Sierra Silica Resources LLC
Signal Peak Silica LLC
Smart Sand Inc.
Superior Silica LLC
US Silica Holdings Inc.
Vista Proppants & Logistics LLC

SCHEDULE 1(p)

Significant Customers

3M Co.	Durand Glass Manufacturing Co. Inc.
A. Schulman Inc.	Durcon Inc.
Admiral Permian Resources	Eclipse Resources I LP
AGC Flat Glass North America Inc.	Electric Glass Fiber America LLC
American Marazzi Tile Inc.	Element Technical Services Inc.
American Wonder Porcelain	Encana Oil & Gas
Anadarko Petroleum Corp.	Enerplus Resources (USA) Corp.
Anchor Glass Container Corp.	EOG Resources Inc.
Anchor Hocking Inc.	Equinor USA Onshore Properties Inc.
Ardagh Glass Inc.	ESCO Corp.
Ardex Engineered Cement	Evonik Corp.
Arkansas Glass Container Corp.	Firestone Building Products Co. LLC
AS America Inc.	Florim USA Inc.
Atlas Sand Co. LLC	FTS International Services LLC
Automatize Logistics LLC	Fuyao Glass Illinois Inc.
BASF Construction Chemicals LLC	GAF Corp.
Basic Energy Services Inc.	General Motors de Mexico SA
Behr Process Corp.	Gerresheimer Glass Inc.
Bell & Mackenzie Co. Ltd.	GM Powertrain Group
Benjamin Moore & Co.	Golf Agronomics Supply & Handling Co. Inc.
Bibby-Ste-Croix	Gore Nitrogen Pumping Service LLC
BJ Services Co. LLC	Grede Foundries Inc.
Brumini SA	Guardian Industries LLC
BTA Oil Producers LLC	HA International LLC
C&J Energy Services Inc.	Halliburton Energy Services Inc.
Calfrac Well Services Corp.	Hensley Industries
Camino Natural Resources LLC	Heritage Plastics Inc.
Cardinal FG	Hess Bakken Investments II LLC
Carlex Glass America LLC	Hollingsworth & Vose Fiber Co.
Catalyst Energy Services Inc.	Imerys Fused Minerals Greeneville Inc.
CertainTeed Corp.	Iron Horse Energy Services Inc.
Colortech Inc.	John Deere Foundry
Corning Inc.	Johns Manville Corp.
Corning Pharmaceutical Glass	Keane Frac LP
CrownQuest Operating LLC	Keener Sand & Clay Co.
Cudd Energy Services Inc.	Kelly Moore Paint
Custom Building Products Inc.	Kinder Morgan Bulk Terminal
Dal-Tile Corp.	Knauf Insulation Inc.
Dal-Tile Mexico S. de RL de CV	Kohler Co.
Del Conca USA Inc.	Kohler Sanimex S de RL de CV
Devon Energy Corp.	Laticrete International Inc.
Dunn Edwards Corp.	

Lhoist North America Inc.
Libbey Glass Inc.
Liberty Oilfield Services LLC
Manville Canada Inc.
Mapei Corp.
Mapei Inc.
Marathon Oil Co.
Materias Primas Monterrey S. de RL de CV
Muskie Proppant LLC
National Silicates Ltd.
Nipro Glass Americas Corp.
Oasis Petroleum Inc.
Oasis Well Services
Occidental Chemical Corp.
OCV Mexico S. de RL de CV
O-I Canada Corp.
Owens Corning Sales LLC
Oxy USA Inc.
PGW LLC
Pilkington North America Inc.
Pioneer Natural Resources USA Inc.
PPG Architectural Finishes Inc.
PQ Corp.
Premier Pressure Pumping LLC
Producers Service Corp.
ProPetro Services Inc.
Python Pressure Pumping
Rocky Mountain Bottle Co.
Rosewood Resources Inc.
Sabino Energy Services LLC
Schlumberger Technology Corp.
Scott Sales Co.
SCR Sibelco NV
Sherwin-Williams Co., The
Sibelco Changshu Minerals Co. Ltd.
Sibelco Japan Ltd.
Signify North America Corp.
Southwestern Energy Co.
STEP Energy Services Ltd.
Sterling Sand LLC
Stonepeak Ceramic Inc.
Tamko Building Products Inc.
Texas Specialty Sands LLC
Trican Well Service Ltd.
Tyler Union
United Western Denver LLC

Universal Pressure Pumping Inc.
US Pipe & Foundry & Co. LLC
US Well Services LLC
UST Inc.
Vitro Flat Glass LLC
Vitro SAB de CV
Waupaca Foundry Inc.

SCHEDULE 1(q)

Top 50 Creditors

Arr-Maz Custom Chemical	Townley Engineering and Manufacturing
Bank of America Corp.	Co. Inc.
Barclays Bank Plc	Transload Solutions LLC
Biourja New Town Terminal LLC	Twin Eagle Sand Logistics LLC
BNSF Railway Co.	Union Pacific Railroad Co.
Bourque Logistics LLC	Univar USA Inc.
Bulk Transport Co. East Inc.	Wacker Chemical Corp.
Canadian Pacific Railway Co.	Weir Minerals North America
Cerco Inc.	Wheels Inc.
CSX Transportation Inc.	Woods Dirt Contractors Inc.
Doyle Sims & Sons Trucking Inc.	
Flint EMC	
Hoffman Construction Co.	
Holtzman Corp.	
J & M Tank Lines Inc.	
J.R. Hayes Construction Co. Inc.	
JFTCO Inc.	
Kansas City Southern Railway Co.	
KPMG International Cooperative	
Lisk Trucking Inc.	
Marquette Transportation Finance LLC	
MJ Pazdera Hauling LLC	
Modern Transportation Service Inc.	
MOR PPM Inc.	
Motion Industries Inc.	
NB Ventures Inc.	
Norfolk Southern Railway	
Omaha Track Inc.	
Orica Inc.	
Paul J. Schmit Trucking Inc.	
Permian Lodging Monahans LLC	
Petroleum Traders Corp.	
Phoenix Process Equipment Co.	
Pine Knoll Construction Co.	
PricewaterhouseCoopers LLP	
Rango Inc.	
Riverview Commerce Park LLC	
Rotex Global LLC	
Shenandoah Valley Electric Cooperative	
Inc.	
Symmetry Energy Solutions LLC	

SCHEDULE 1(r)

Unions

Camden USW Local 9-00007-01
Cleburne USW Local 00780
Emmett Carpenters Industrial Council Local 1017
Hephzibah Laborers Local 515
Kasota USW Local 460-G-01
Lesueur USW Local 460-G
McIntyre USW Local 9-531
Oregon International Association of Machinists & Aerospace Workers
Portage International Association of Machinist & Aerospace Workers
Tamms Laborers International Union of North America Local 773
Troy Grove USW Local 31G-02
United Steel, Paper & Forestry, Rubber, Manufacturing, Energy, Allied Industrial & Service
Workers, Local 31G-04
Utica USW Local 31G-06
Wedron USW Local 31-G

SCHEDULE 1(s)

Utilities

1st Business Solutions Inc.	Biourja New Town Terminal LLC
3RT Networks LLC	Bisceglia, Stan
3SC Center LLC	Bluebonnet Electric Cooperative Inc.
Advanced Cellular Communications Inc.	Boone, Donnie
Advanced Cleaning Service LLC	Brady, City of (TX)
Advanced Disposal (Eau Claire-M4)	Buckeye Rural Electric Cooperative Inc.
Advanced Disposal Services Inc.	Burrows, Jay
AEP Energy Inc.	Byng Public Works Authority (OK)
AG Partners Cooperative Inc.	C & C Transload LLC
Airgas Inc.	Cablevision Lightpath Inc.
Airgas North Central	Caineta, Ana
Alabama Power Co.	Camden, City of (TN), Water Department
Alectra Utilities Corp.	Canada, Government of, Province of
AllComm Wireless Inc.	Quebec, Ministere du Revenu
Alliant Energy Corp.	Canada, Government of, Receiver General
Allstream Inc.	Carrier SI Inc.
Alpha Wireless Communications Co.	Cedar Country Cooperative
Ameren Union Electric Co.	CenterPoint Energy Inc.
AmerenIP	CenterPoint Supply
American Electric Power Co. Inc.	CenterPoint Utility
Amerigas Inc.	Central Texas Telephone Cooperative Inc.
Amerigas Propane LP	CenturyLink Inc.
Amplisys Inc.	CenturyTel Inc.
AP Gas & Electric LLC	Champion Energy Services LLC
APPrise Mobile	Charter Communications LLC
Aquarion Water Co. of Connecticut Inc.	Cherokee County Electric Cooperative
AT&T Corp.	Association (TX)
Atlantic City Electric Corp.	Cimarron Electric Cooperative
Atmos Pipeline Co. (Texas)	Circle A Propane LLC
Augusta, City of (GA)	Citizens Electric Corp.
Avatel Technologies Inc.	Clay's Septic Service LLC
Avaya Inc.	Clear Voice Telecom Inc.
B & S Sanitation LLC	Clearwave Communications Inc.
Bain Oil Co.	Coffee Computers LLC
Bank of America Corp.	Cogeco Inc.
Barbeck Communications Group Inc.	Cokinos Energy Corp.
Beauregard, Amelie	Comcast Cable Communications LLC
Bell Canada Inc.	Comcast Corp.
Bell Canada-Telephones	Commonwealth Edison Co.
Bell Mobility Cellular	Constellation NewEnergy Inc.
Benton County Electric System (TN)	Consumers Energy Co.
Bevcomm Inc.	Continental Broadband LLC

Continuant Inc.
Country Plumber Inc., The
Covanta Environmental Solutions LLC
Covanta Indianapolis Inc.
Covanta Tulsa Renewable Energy LLC
D&G Trash Hauling LLC
Detroit, City of (MI), Board of Water
Commissioners
DFW Communications Inc.
Direct Energy Marketing Inc.
DisposAll Waste Services LLC
Dominion Energy Inc.
Dominion Energy Ohio
DTE Energy Co.
Dubois County LP Gas Inc.
Duke Energy Progress LLC
Dynergy Energy Services LLC
EarthLink Business LLC
Eaton, Joel
EDF Energy Services LLC
EDF Inc.
Egyptian Electric Cooperative Association
Eich, Andrew
Elk City, City of (OK)
Enbridge Inc.
ENGIE Resources LLC
Entergy Corp.
Evans, Lauren
Eversource Energy
Exelon Corp.
Ferrellgas LP
Flint EMC
Francis Drilling Fluids Ltd.
French Broad Electric Membership Corp.
Frew Energy Ltd.
Frontier Communications Corp.
FullNet Communications Inc.
G. & R. G. Trucking Co.
Gaz Metropolitain CP
Geauga County Health District
Genesys Telecommunications Laboratories
Inc.
Geopointe LLC
Georgia Power Co.
Globalcom Inc.
Grainco FS Inc.

Grand Haven, Charter Township of (MI)
Granite Telecommunications LLC
Gray Powder Technologies Inc.
Great Lakes Publishing Co.
Griffin, Nicolas T.
Helm, Jerome L.
Herc-U-Lift Inc.
Heritage-Crystal Clean LLC
Holloways Portable Restrooms LLC
Holtzman Corp.
Homefield Energy
Horizon Utilities Corp.
Huntingburg, City of (IN), Utilities
Hydro One Networks Inc.
Hydro-Quebec
Hypercore Networks Inc.
Idaho Power Co.
Illinois Power Marketing Co.
Illinois, State of, Department of Revenue
Illuminating Co., The
Indiana Michigan Power Co.
Insight FS
Intermedia.net Inc.
Intermountain Gas Co.
Jackey Lackey Septic & Plumbing
Jacobus, Chris
Johnson, John D.
Kaiser, Kurt
Kaman Industrial Technologies
Karnes Electric Cooperative Inc.
Kidd, William
Konica Minolta Premier Finance
Kurtz Bros. Inc.
Lake, Charter Township of (MI), Sewer &
Water
Lakeside Septic Service
Lasalle, City of (IL)
Lawrence, Jason
Lea Land LLC
Leco Corp.
Lee Lewis Disposal Service Inc.
Level 3 Financing Inc.
LJP Enterprises Waste & Recycling
Loud & Clear Telecommunications LLC
LR Communications
Lumos Networks

Macon Communications Inc.
Mankato, City of (MN)
Manlius Oil Co. Inc.
Mansfield Oil Co. Inc.
Marko Septic Service LLC
Marks Clearing & Hauling
Marshall, City of (TX)
McIntyre, City of (GA)
Mediacom Communications Corp.
Medina Electric Cooperative Inc.
Melbourne Sanitation
Mettler-Toledo Inc.
Michigan Gas Utilities Corp.
Mike Best Kept Portables LLC
Minden, City of (LA)
Minden, City of (NE)
Minnesota Valley Electric Cooperative Inc.
Modern Disposal Systems
Monahans, City of (TX)
Montana Dakota Utilities Co.
Moring Disposal Inc.
Mountrail-Williams Electric Cooperative
N1 Pipeline LLC
Navarre, Richard
Neubauer, David M.
New Horizon Communications Corp.
New York, Susquehanna & Western
Railway Corp., The
Nicor Gas
Nordic Solar Holdco LLC
North Utica, Village of (IL)
North Weld County Water District (CO)
Northern Illinois Disposal Service
Northern Illinois Gas Co.
Northwest Communications Cooperative
NRG Energy Inc.
Oakdale Electric Cooperative
OG&E
OSC Energy LLC
OSI Environment Inc.
Ottawa, City of (Canada)
Ottawa, City of (IL)
Ozark Gas Transmission
Pee Dee Electric Membership
Penelec Co.
People's Electric Cooperative

Peterborough Utilities Group
Peterson, Dave
Petronzio Management Co. LLC
Pickelner Fuel Co.
Pierce Pepin Cooperative Services
Pioneer Telephone Cooperative Inc.
Pleasant Grove Water Association (AR)
Pond Creek, City of (OK)
Port-A-Jon Inc.
Porter, Eric
Potomac Edison Co., The
Pounds Septic Tank Service
PPL Electric Utilities Corp.
Public Service Co. of Oklahoma
Public Service Telephone Co. (GA)
Public Service Telephone Co. Inc.
Quarles Energy Services Inc.
Rappahannock Electric Cooperative
Reliant Energy Retail Services LLC
Republic Services Inc.
Reservation Telephone Cooperative Inc.
Rightaway Rolloff LLC
Rock Springs Municipal Utility (WY)
Rocky Mountain Power Inc.
Roff Public Works Authority (OK)
Roff, City of (OK)
Ryan LLC
SEGRA
Service Sanitation Inc.
Shenandoah Valley Electric Cooperative
Inc.
Shenandoah Valley Water Co.
Sibley, Town of (LA)
South Jersey Gas Co.
South Texas Proppants & Supply LLC
Southern Illinois Electric Cooperative
Southstar Energy Services LLC
Southwater Inc.
Southwestern Electric Power Co.
Sovereign Properties Holdco LLC
Sparklight
Specialized Professional Services Inc.
Spire Alabama Inc.
STEP Energy Services Ltd.
Styers, Mark
Summit Cleveland Realty LP

Symmetry Energy Solutions LLC
Synergy Community Cooperative
Tamms, Village of (IL)
Teenie's Inc.
Telecommunication Technologies Group
Texas Broadband
Texas Disposal Systems Inc.
Thrush Sanitation Service Inc.
Tiltonsville, Village of (OH)
Time Warner Cable
Titonsville, City of (IL)
Town & Country Gas Inc.
Transload Solutions LLC
Traun, Kevin
Troup, City of (TX), Water Department
Tunnel Radio of America Inc.
Twin Eagle Resource Management
Two Way Radio Service Inc.
TXU Energy Retail Co. LLC
Unified Communications Corp.
Union Gas Ltd.
United Cooperative Services Inc.
Universal Sanitary Equipment
Manufacturing Co. Inc.
Upchurch, Kody
US Network Solutions Inc.
US Transportation Services Inc.
Utility Partners Inc.
Verendrye Electric Cooperative Inc.
Verizon Wireless
Vertical Communications Inc.
Wan Dynamics
Waste Connection of Missouri
Waste Connection of Oklahoma Inc.
Waste Connections of Alabama Inc.
Waste Industries
Waste Management Inc.
Waste Management of Ohio Inc.
Waste Management of St. Louis
Waste Management of WI-MN
Waters, Mark
Watson & Son Inc.
WCA of Oklahoma LLC
WE Energies
Wells Fargo Bank NA
West Tennessee Public Utility District (TN)

Wheeler, City of (WI)
Wheeler, Village of (CT)
Wiese USA Inc.
Williamsport Municipal Water Authority
(PA)
Winchester Wireless
Windstream Corp.
Wireless USA Inc.
Wright City Water Supply Corp.
WTG Gas Marketing Inc.
Xcel Energy Inc.

SCHEDULE 1(t)

Vendors

3SC Center LLC	Industrial Products Conveyors & Drives Inc.
A.J. Mcdirtt Inc.	Insight Direct USA Inc.
Airgas Inc.	It Works Recruitment Inc.
Alban Tractor Co. Inc.	Jet Pulverizer Co. Inc., The
Albrightson Excavating Inc.	JF Brennan Co. Inc.
A-L-L Equipment Co. Inc.	John's Service & Sales Inc.
Alpha & Omega CS&C Inc.	Kaman Industrial Technologies
Alta Construction Equipment LLC	Kansas City Southern Railway Co.
American-Newlong Inc.	KDB Transport LLC
Apple Valley Scale Co.	L & L of Sterling Inc.
Applied Industrial Technologies Inc.	Lafarge Aggregates Illinois Inc.
Bag Supply Co. Inc.	Lambert & Co. Drilling
Bain Oil Co.	Lesman Instrument Co.
Barnhart Crane & Rigging Co.	Lotz Trucking Inc.
Bay & Bay Transfer Co. Inc.	Mab Equipment Co. Inc.
Bayne Mineral Systems Inc.	Machinery Maintenance Inc.
Bibby Financial Services Ltd.	Magid Glove & Safety Manufacturing Co.
Bo's Wood Products Inc.	LLC
Cain Electrical Supply Co.	Marquette Transportation Finance LLC
Central Maintenance & Welding Inc.	Material Motion Inc.
Commercial Packaging	MID-SHIP Group LLC
Consolidated Terminals & Logistics Co.	Millwood Inc.
Enid Terminal	Oakmoor Pallet LLC
Conviber Inc.	OmniTrax Inc.
Crisp Industries Inc.	On Site Repair Services Inc.
CSI Sands (NE) Ltd.	Owens-Illinois General Inc.
Cumberland Mine Service Inc.	Paul J. Schmit Trucking Inc.
Derrick Corp.	Pay Governance LLC
Douglas Explosives Inc.	Peed Brothers Inc.
Drives Plus LLC	Preferred Pallets & Packaging Inc.
Edwards Wood Products Inc.	Process Engineers & Equipment Corp.
ELL Advertising LLC	Process Machinery Inc.
Empire Refractory Sales Inc.	Revere Electric Supply Co.
Enterprise FM Trust	Rolta Advizex Technologies LLC
First American Equipment Finance	Sentinel Electric LLC
Four Pillars Talent LLC	Silica Transport Inc.
Gerard Daniel Worldwide Inc.	SolarWinds Inc.
H&E Equipment Services Inc.	Solomon Transformers LLC
Halm Electrical Contracting Inc.	Southern Illinois Motor Xpress
Hapag Lloyd (America) LLC	Stone Products Inc.
Hi-Crush Inc.	Sunbelt Rentals Inc.
Hood Packaging Corp.	Sunflour Railroad Inc.

Texas Fueling Services Inc.
Thermal Kinetics Corp.
Thumme Environmental Solutions
TNT Drilling & Blasting Inc.
Transpac USA Inc.
Trinity Consultants Inc.
Union Industrial Contractors Inc.
United Bags Inc.
Vizion Solutions LLC
Wacker Chemical Corp.
Wild Bore Mechanical Machine
Woodstock Trucking
Xylem Dewatering Solutions Inc.

SCHEDULE 1(u)

U.S. Trustee Personnel, Judges, and Court Contacts for the Southern District of Texas

Alonzo, Albert
Andresen, Jeannie
Boykin, Jacqueline
Brumfield-Brown, Nathalie
Castro, Ana
Chavez, Jeannie
Conrad, Tracey
Do, LinhThu
Duran, Hector
Griffin, Barbara
Hobbs, Jr., Henry G.
Isgur, Marvin
Johnson-Davis, Luci
Jones, David R.
Laws, Tyler
Livingstone, Diane
Lopez, Christopher M.
McCullar, Alicia
Motton, Linda
Norman, Jeffrey P.
Otto, Glenn
Picota, Kimberly
Portillo, Vriana
Rios, Mario
Rodriguez, Eduardo V.
Saldana, Rosario
Schmidt, Patricia
Simmons, Christy
Smith, Gwen
Statham, Stephen
Waxton, Clarissa

SCHEDULE 2

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
3M Co.	3M Company	Current
909273 Ontario Inc.	Covia Holdings Corporation	Current
Alpha Resins LLC	Covia Lime LLC	Closed
Aquila Mineral Co.		
Best Sand Corp.		
Best Sand of Pennsylvania Inc.		
Bison Merger Sub I LLC		
Black Lab LLC		
Blue Earth Properties LLC		
Cheyenne Sand Corp.		
Construction Aggregates Corp. of Michigan Inc.		
Covia Canada Ltd.		
Covia Europe ApS		
Covia Finance Company LLC		
Covia Financing LLC		
Covia Holdings Co.		
Covia Holdings Corp.		
Covia Lime LLC		
Covia Specialty Minerals Inc.		
Dewey Resources LLC		
Fairmount Logistics LLC		
Fairmount Minerals LLC		
Fairmount Minerals Sales de Mexico S. de RL de CV		
Fairmount Santrol Inc.		
Fairmount Water Solutions LLC		
FML Alabama Resin Inc.		
FML Resin LLC		
FML Sand LLC		
FMSA Inc.		
Great Plains Sand LLC		
Grupo Materias Primas de Mexico S. de R. L. de C. V.		
Grupo Materias Primas de Mexico S. de RL de CV		

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
<p>Grupo Materias Primas S. de R. L. de C. V.</p> <p>Grupo Materias Primas S. de RL de CV</p> <p>Lake Shore Sand Co. (Ontario) Ltd.</p> <p>Materias Primas Minerales de Ahuazotepec S. de RL de CV</p> <p>Materias Primas Monterrey S. de RL de CV</p> <p>Mineral Visions Inc.</p> <p>Patriot Proppants Arkansas LLC</p> <p>Polymorphous Mineral Investment Corp.</p> <p>Santrol (Yixing) Proppant Co. Ltd.</p> <p>Santrol de Mexico S. de RL de CV</p> <p>Self-Suspending Proppant LLC</p> <p>Servicios Integrales Lampazos S. de RL de CV</p> <p>Shakopee Sand LLC</p> <p>Sibelco</p> <p>Sibelco Changshu Minerals Co. Ltd.</p> <p>Sibelco Japan Ltd.</p> <p>Sibelco Nederland NV</p> <p>Sibelco North America Inc.</p> <p>Specialty Sands Inc.</p> <p>Standard Sand Corp.</p> <p>Technimat LLC</p> <p>Technisand Canada Sales Ltd.</p> <p>Technisand Inc.</p> <p>Tinaco Feldspar Co. LLC</p> <p>Unimin Patriot Holdings LLC</p> <p>Unimin Wisconsin Equipment Corp.</p> <p>Unisil Corp.</p> <p>Wedron Silica Co.</p> <p>West Texas Housing LLC</p>		

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
Wexford Sand Co. Winchester & Western Railroad Co. Wisconsin Industrial Sand Co. LLC Wisconsin Specialty Sands Inc.		
A. Schulman Inc.	LyondellBasell Industries N.V.	Current
ABRY Partners LLC Professional Travel Inc.	ABRY Heritage Partners Co-Investment Fund	Current
	ABRY Heritage Partners, L.P.	Current
	ABRY Investment Partnership L.P.	Current
	ABRY Mezzanine Partners	Current
	ABRY Partners II LLC	Current
	ABRY Partners II, LLC	Current
	ABRY Partners IV, L.P.	Current
	ABRY Partners V, L.P.	Current
	ABRY Partners VI, L.P.	Current
	ABRY Partners VII Co-Investment Fund, LP	Current
	ABRY Partners VII, LP	Current
	ABRY Partners VIII Co-Investment Fund, L.P.	Current
	ABRY Partners VIII, LP	Current
	ABRY V Affiliated Partners	Current
Active Minerals International LLC	Active Minerals International, LLC	Current
	Angel Island Capital Management, LLC	Current
	David C. Dominik	Former
	David Thomas	Former
	Golden Gate Capital	Current
	Golden Gate Capital Opportunity Fund LP	Closed
	Kenneth James Diekroeger	Current
	Robert O'Connor Little	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
Admiral Permian Resources Crestline Denali Capital LP	American Capital Equity Management II, LLC	Current
	American Capital, Ltd.	Closed
	Antony Ressler	Current
	APR Holdings, LLC	Current
	Ares Capital Corporation	Current
	Ares Commercial Real Estate Corporation	Current
	Ares Energy Investors Fund V, L.P.	Current
	Ares European Real Estate Advisors IV, L.P.	Closed
	Ares European Real Estate Fund III, L.P.	Current
	Ares Management Corporation and certain of its funds	Current
	Ares Management Limited	Current
	Ares US Real Estate Opportunity Fund II, L.P.	Current
	Ares US Real Estate Opportunity Fund III, L.P.	Closed
	Ares US Real Estate Opportunity Parallel Fund III-A, L.P.	Closed
	David B. Kaplan James H. Simmons, III Matthew Cwiertnia	Former Current Closed
AGC Flat Glass North America Inc.	AGC Inc.	Current
Albaugh, Stan	Albaugh, Stan	Current
AlixPartners LLP	Caisse de dépôt et placement du Québec	Current
AlixPartners LLP	Public Sector Pension Investment Board	Current
	Sky Aviation Leasing International, L.P.	Closed
AllComm Wireless Inc. DFW Communications Inc.	C. Scott Perry	Former
	David S. Lobel	Current
	Eric D. Bommer	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	James D. Coady	Current
	John C. Van Sickle	Former
	John F. McCormack	Current
	Michael J. Fabian	Former
	Paul F. Murphy	Current
	Sentinel Capital Investors IV, L.P.	Current
	Sentinel Capital Investors V LP	Current
	Sentinel Capital Investors V, L.P.	Current
	Sentinel Capital Investors VI	Current
	Sentinel Capital Partners IV LP	Current
	Sentinel Capital Partners IV, L.P.	Current
	Sentinel Capital Partners IV-A, L.P.	Current
	Sentinel Capital Partners V, L.P.	Current
	Sentinel Capital Partners V, LP	Current
	Sentinel Capital Partners V-A, L.P.	Current
	Sentinel Capital Partners VI, L.P.	Current
	Sentinel Capital Partners VI-A, L.P.	Current
	Sentinel Capital Partners, L.P.	Current
	Sentinel Capital Partners VI, L.P.	Current
	Sentinel Junior Capital, L.P.	Current
Allianz Global Investors US LLC	Allianz Capital Partners GmbH	Closed
Emerge Energy Services LP	Pacific Investment Management Company, LLC	Current
Pacific Investment Management Co. LLC	PIMCO Bravo Fund I, L.P.	Closed
	PIMCO BRAVO Fund II LP	Closed
	PIMCO Dynamic Income Fund	Closed
Allied World Assurance Co.	Toys "R" Us, Inc.	Current
Toys R Us (Canada) Ltd.	Toys R Us-Delaware, Inc.	Closed
American Commercial Barge Line LLC	Centerline Capital Management, LLC	Current
	Installation Services Holdings, LLC	Closed
	Platinum Equity, LLC	Current
American Marazzi Tile Inc.	Flooring Industries Limited, SARL	Current
Dal-Tile Corp.	Mohawk Industries, Inc.	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
Dal-Tile Mexico S. de RL de CV		
American Railcar Industries Inc.	ITE Management, LP	Current
Amundi Pioneer Asset Management Inc.	Crédit Agricole Corporate and Investment Bank FCPI Crédit Agricole PME Innovation 2009	Current Current
Anadarko Petroleum Corp. Occidental Chemical Corp. Oxy USA Inc.	Occidental Petroleum Corporation	Closed
Anchor Hocking Inc.	The Oneida Group, Inc.	Closed
Anchorage Capital Group LLC	Anchorage Capital Group	Closed
Angelo Gordon & Co. LP	Angelo Gordon Real Estate, Inc. Angelo, Gordon & Co., L.P.	Closed Current
Aon Consulting Inc. Aon Hewitt Inc.	Aon Affinity Administradora de Beneficios Ltda. Aon Corporation Aon Financial Services Group, Inc. Aon Holdings Corretores de Seguros Ltda. Aon Risk Services Central Inc. Aon Risk Services Companies, Inc. Aon Risk Services Northeast Inc. Aon Risk Services Southwest, Inc. Keith R. Moore Stroz Friedberg	Current Current Current Current Current Current Current Current Current Former Closed
Apex Credit Partners LLC Jefferies LLC	Jefferies Finance LLC	Current
Arizona, State of, Department of Environmental Quality	Arizona Department of Child Safety	Current
Ascend Performance Materials Inc.	Aaron Davenport APM (Canada) LLC APM (Hong Kong) Private Limited Apm (Pr) Llc APM (Taiwan) Co., Ltd.	Current Current Current Current Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	APM Disc Holdings LLC	Current
	APM Disc Inc.	Current
	APM Foreign Holdings LLC	Current
	Ascend Performance Materials - Tilburg B.V.	Current
	Ascend Performance Materials (Korea) LLC	Current
	Ascend Performance Materials (Shanghai) Co., Ltd.	Current
	Ascend Performance Materials (Singapore) Pte. Ltd.	Current
	Ascend Performance Materials European Limited	Current
	Ascend Performance Materials Holdings Inc.	Current
	Ascend Performance Materials Inc.	Current
	Ascend Performance Materials Japan KK	Current
	Ascend Performance Materials Netherlands Holding B.V.	Current
	Ascend Performance Materials Operations LLC	Current
	Ascend Performance Materials SPRL	Current
	Ascend Performance Materials Texas Inc.	Current
	Barry B. Siadat	Current
	Jamshid Keynejad	Current
	John A. Norris, Jr.	Current
	Mario Toukan	Current
	SK Capital	Current
	SK Capital Partners II LP	Current
	SK Capital Partners III, L.P.	Current
	SK Capital Partners IV-A LP	Current
	SK Capital Partners IV-B, L.P.	Current
	SK Capital Partners V-A, L.P.	Current
	SK Capital Partners V-B, L.P.	Current
	SK Partners LLC	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
Aspen Insurance U.S. Services Inc. Aspen US Insurance Group CareerBuilder Employment Screening LLC	AEPF III 34 S.à r.l.	Current
	Apollo Capital Management, L.P.	Current
	Apollo Global Management Inc.	Current
	Apollo Management International LLP	Current
	Marc Rowan	Current
	Martin Kelly	Former
	MidCap Financial Services, LLC	Closed
AT&T Corp.	AT&T Corp.	Closed
	AT&T Inc.	Closed
	AT&T Intellectual Property II L.P.	Closed
	AT&T Intellectual Property II, L.P.	Closed
	AT&T Intellectual Property LLC	Closed
	AT&T Services, Inc.	Current
	DIRECTV Enterprises, LLC	Current
	DIRECTV Group Holdings, LLC	Current
	DIRECTV Holdings LLC	Current
	DIRECTV Merchandising, Inc.	Current
	DIRECTV Operations LLC	Current
	DIRECTV Sports Network LLC	Current
	DIRECTV Sports Networks, LLC	Current
	Directv, LLC	Current
	Hello Sunshine	Current
	The DIRECTV Group, Inc.	Current
Atmos Energy Marketing LLC CIG Logistics Services LLC Symmetry Energy Solutions LLC Tessco Energy Services Inc.	Continental Intermodal Group LP	Current
	ECP Mezzanine Fund	Current
	Energy Capital Partners	Current
	Energy Capital Partners - Credit Solutions II	Current
	Energy Capital Partners Fund II	Current
	Energy Capital Partners Fund III	Current
	Energy Capital Partners I LP	Current
	Energy Capital Partners I-A LP	Current
	Energy Capital Partners II LP	Current
	Energy Capital Partners II-A LP	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	Energy Capital Partners II-C LP Energy Capital Partners III LP Energy Capital Partners III-B, LP Energy Capital Partners IV LP Energy Capital Partners Mezzanine (Alaska Midstream Co-Invest) II, LP Energy Capital Partners Mezzanine (Alaska Midstream Co-Invest), LP Energy Capital Partners Mezzanine Opportunities Fund A, LP Energy Capital Partners Mezzanine Opportunities Fund B, LP Energy Capital Partners Mezzanine Opportunities Fund LP Energy Capital Partners Mezzanine Opportunities Fund Offshore Feeder, LP	Current Closed Current Current Current Current Current Current Current Current
Avaya Inc.	Avaya Inc.	Current
AXA Investment Management Indian Harbor Insurance Co.	AB Commercial Real Estate Debt Series 1-A AB Commercial Real Estate Debt Series 1-B AB Commercial Real Estate Debt Series 1-C AB Institutional Series B AB Institutional Series C AXA REIM SGP	Current Current Current Current Current Current
Bank of America Corp. Bank of America Leasing & Capital Bank of America NA BofA Securities Inc. Merrill Lynch Pierce Fenner & Smith Inc.	Banc of America Capital Investors SBIC, L.P. Bank of America Capital Investors LP Bank of America Corporation Bank of America Merrill Lynch Bank of America Securities Limited	Former Former Current Current Closed

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	H.I.G. Europe Capital Partners, L.P.	Current
	H.I.G. European Capital Partners LLP	Current
	H.I.G. Middle Market LLC	Current
	H.I.G. Realty Partners	Current
	H.I.G. Venture Partners, L.P.	Current
BB&T Securities	BB&T Corp. and SunTrust Banks, Inc.	Current
Truist Bank	BB&T Insurance Holdings, Inc.	Current
	SunTrust Bank	Closed
	SunTrust Banks, Inc.	Closed
	SunTrust Capital Markets Inc.	Closed
	Truist Bank	Current
	Truist Financial Corp.	Current
Beach Point Capital Management LP	Beach Point Capital Management LP	Current
Benefit Street Partners LLC	Benefit Street Partners	Closed
Benjamin Moore & Co.	Berkshire Hathaway Energy Co.	Current
BNSF Railway Co.	BNSF Railway	Current
Johns Manville Corp.	Precision Castparts Corp.	Closed
New England Asset Management Inc.		
Rocky Mountain Power Inc.		
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██████████		
██████████		
BlueCrest Capital Management	Bluecrest Capital Management (New York) LP	Current
BMO Capital Markets Corp.	BMO Capital Markets	Current
BMO Harris Bank NA Trust	BMO Capital Markets Corp.	Current
BMO Nesbitt Burns Inc.	BMO Harris Bank NA	Current
	BMO Nesbitt Burns Inc.	Current
BNP Paribas Securities Corp.	Bank of the West	Closed
	BNP Paribas	Closed
	BNP Paribas FS, LLC	Closed
	BNP Paribas SA	Closed
	BNP Paribas Securities (Asia) Ltd.	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
Boaz Energy II Royalty LLC Camino Natural Resources LLC	NGP Energy Capital Management, LLC	Current
Brown Brothers Harriman & Co	BBH Capital, LLC	Current
BrownFlynn Ltd.	OCP All Canadian Funds Inc. OCP Asian Funds Inc. OCP Canadian Funds II Inc. OCP Canadian Funds Inc. OCP European Funds II Inc. OCP European Funds Inc. OCP JLA IV Funds Inc. OCP Non Canadian Mezzanine Funds Inc. OCP Royalty Funds Inc. OCP US Buyout Funds III Inc. OCP US Buyout Funds Inc. OCP US Venture Funds Inc. OMERS Administration Corp. OMERS Capital Asian Opportunities Corporation OMERS Capital European Opportunities Corporation OMERS Capital US Buyout Funds I Inc. OMERS Capital US Buyout Funds II Inc. OMERS Infrastructure Management, Inc. OMERS Private Equality Venture Funds II Inc. OMERS Private Equity Inc.	Closed Closed Closed Closed Closed Closed Closed Closed Closed Closed Closed Closed Closed Closed Closed Closed Closed Closed Closed Closed Closed Closed
Buffalo & Pittsburgh Railroad Inc.	Brookfield Asset Management Inc. Brookfield Asset Management, LLC Brookfield Business Partners LP Brookfield Infrastructure Credit Fund Brookfield Infrastructure Fund	Current Current Current Current Closed

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	Brookfield Infrastructure Group LLC Brookfield Special Opportunities LLC Brookfield Strategic Real Estate Partners III BSREP II Bermuda GP L.P. GFI Energy Group of Oaktree Capital Management Jordon Kruse Matthew Wilson Oaktree Acquisition Corp. Oaktree Capital Management, L.P. Oaktree Maritime Finance II, LLC Oaktree Middle-Market Direct Lending Unlevered JPN-A 2017 Fund, L.P. Oaktree Power Opportunities Fund V, L.P. Oaktree Special Situations Group Oaktree Strategic Credit Ronald N. Beck Stephen Kaplan	Closed Current Former Closed Current Former Former Current Current Current Current Current Closed Closed Current Former Current
Buffalo & Pittsburgh Railroad Inc.	GIC 11 E. Walton Holdings LLC GIC Infra Holdings Pte Ltd. GIC Private Markets Private Limited GIC Pte. Ltd. GIC Real Estate Inc.	Closed Current Current Closed Current
C&J Energy Services Inc. Keane Frac LP	C&J Energy Services, Inc.	Current
Cablevision Lightpath Inc.	Altice USA Inc. Cablevision Systems Corporation CSC Holdings Company CSC Holdings, LLC	Current Current Current Current
Canaccord Genuity Corp.	Canaccord Genuity Wealth Management	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	David Esfandi	Closed
Canada, Government of the, Ministere de L'Environnement	CPP Investment Board	Current
Canada, Government of, Department of Fisheries & Oceans	CPPIB Asia Inc.	Current
Canada, Government of, Her Majesty the Queen in Right of Ontario	CPPIB Canada Inc.	Current
Canada, Government of, Minister of Natural Resources	Public Sector Pension Investment Board	Current
Canada, Government of, Nuclear Safety Commission		
Canada, Government of, Province of Quebec, Ministere du Revenu		
Canada, Government of, Revenue Agency		
Canyon Capital Advisors LLC	AECOM-Canyon Real Estate Fund Advisors LLC	Former
	Canyon Capital Advisors LLC	Current
	ICE Canyon LLC	Current
CareerBuilder Employment Screening LLC	Ontario Teachers Pension Plan (Asia) Limited	Current
	Ontario Teachers' Pension Plan Board	Current
Carlyle Investment Management	Carlyle Asia Growth Partners IV LP	Current
	Carlyle Asia Investment Advisors Limited	Current
	Carlyle Aviation Fund Management LLC	Current
	Carlyle Energy Mezzanine Opportunities Fund II, L.P.	Current
	Carlyle Global Credit Investment Management LLC	Current
	Carlyle Group, The	Current
	Carlyle Infrastructure Fund, L.P.	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	Carlyle Investment Management LLC Carlyle Realty Partners III, L.P. Carlyle Realty Partners IV, L.P. Carlyle Realty Partners V, L.P. Carlyle Realty Partners, L.P. Rodney S. Cohen The Carlyle Group The Carlyle Group Europe - CEP IV Advisor S.a r.l.	Closed Closed Closed Closed Closed Current Current Closed
CarVal Investors	CarVal Investors GB LLP CarVal Investors LP Cvi Erep Oc I Llc Cvi Erep Oc Iii Llc CVI Europe Real Estate Partners CVI Luxembourg Fifteen Sarl CVI Outer London LP (Cayman) CVI Outer London, L.P.	Closed Current Current Current Current Closed Current Current
Catalyst Energy Services Inc. Morgan Stanley & Co. LLC Morgan Stanley Investment Management Inc. Morgan Stanley Smith Barney LLC	AMLI/BPMT Towne Square Partnership Morgan Stanley & Co. LLC Morgan Stanley AIP GP LP Morgan Stanley Asia Limited Morgan Stanley Asia Ltd. Morgan Stanley Infrastructure Inc. Morgan Stanley Investment Management Limited Morgan Stanley Mezzanine Partners Morgan Stanley Real Estate Investing Morgan, Stanley & Co. MS MCC Highland LLC	Current Closed Current Current Current Current Current Current Former Current Closed
Caterpillar Financial Services Corp. Caterpillar Financial Services Ltd.	Caterpillar Financial Services Corporation Caterpillar, Inc.	Current Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
Progress Rail Leasing Corp.		
Central States Southeast and Southwest Areas Pension Fund	Central States, Southeast and Southwest Area Pension Fund	Current
Cerberus Capital Management LP	Cerberus Capital Management, L.P.	Current
	Cerberus Real Estate Capital Management, LLC	Closed
	Steven Mayer and Laura Mayer	Current
CertainTeed Corp.	CertainTeed	Current
	Saint-Gobain Abrasives, Inc.	Current
	Saint-Gobain Corp.	Current
	Saint-Gobain Performance Plastics, Inc.	Current
Cetera Investment Services LLC RS Energy Group Inc.	Genstar Capital Partners LLC	Current
Champion Energy Services LLC	Access Industries, Inc.	Current
	Blackstone Alliance LLC	Current
	Calpine Corporation	Current
	CPN Insurance Corporation	Closed
	CPP Investment Board	Current
	CPPIB Asia Inc.	Current
	CPPIB Canada Inc.	Current
	Liam Ratcliffe	Current
	LongPoint Holdings LLC	Closed
Charles Schwab & Co. Inc.	Charles Schwab & Co., Inc.	Closed
Charter Communications LLC Time Warner Cable	Charter Communications Holding Co. LLC	Current
	Charter Communications Holdings LLC	Current
	Charter Communications LLC	Current
	Charter Communications Operating LLC	Current
	Charter Communications, Inc.	Current
	Charter Fiberlink - Missouri, LLC	Current
	Charter/Comcast JV	Current
	Time Warner Cable Inc.	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	Time Warner Cable Information Services (Kansas), LLC Time Warner Cable LLC	Current Current
Chrome River Technologies Inc.	Certify, Inc. Charger TopCo Inc. K1 Investment Management, LLC K1 Investment Management, LLC - Fund I K1 Private Investors L.P. K1 Special Opportunities Fund, L.P. K4 Private Investors, L.P.	Current Current Current Closed Current Current Current
CIBC World Markets Inc.	CIBC World Markets Corp.	Closed
CIFC Asset Management	CIFC Asset Management Europe Limited CIFC Asset Management LLC	Current Current
Cigna Corp.	Cigna Behavioral Health, Inc. Cigna Corporation Cigna Health and Life Insurance Company Cigna Health Corporation Cigna Healthcare - Mid-Atlantic, Inc. Cigna Healthcare of California Inc. Cigna Healthcare of Colorado, Inc. CIGNA Healthcare of Florida, Inc. CIGNA Healthcare of Georgia, Inc. CIGNA HealthCare of North Carolina, Inc. CIGNA HealthCare of Pennsylvania, Inc. CIGNA HealthCare of South Carolina, Inc. CIGNA HealthCare of St. Louis, Inc.	Current Current Current Current Closed Current Closed Current Current Current Current Current Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	Cigna Healthcare of Tennessee, Inc.	Current
	CIGNA Healthcare of Texas, Inc.	Current
	CIGNA Healthcare, Inc.	Closed
	CIGNA Insurance Co.	Current
	Connecticut General Life Insurance Company	Current
Cintas Corp.	Cintas Corporation	Current
Citadel Securities LLC	Citadel LLC	Current
	Citadel Securities, LLC	Current
Citibank NA	Citibank	Closed
Citigroup Global Markets Inc.	Citibank NA	Closed
	Citicorp	Closed
	Citicorp Mezzanine III, L.P.	Closed
	Citigroup Global Markets Asia Limited	Current
	Citigroup Global Markets Inc.	Current
	Citigroup Global Markets Ltd.	Closed
	Citigroup Inc.	Closed
Clancey, Gerald L.	Clancey, Jerry	Current
COGECO Inc.	Acquisitions Cogeco Cable II LP	Current
	Atlantic Broadband Finance, LLC	Current
	Cogeco Cable, Inc.	Current
Column Park Asset Management LP	Column Park Asset Management, LP	Closed
Comcast Cable	Charter/Comcast JV	Current
Comcast Cable Communications LLC		
Commonwealth Edison Co.	Exelon Corporation	Current
Constellation NewEnergy Inc.	William A. Von Hoene, Jr.	Current
Exelon Corp.		
Corning Inc.	Corning Cable Technology Systems, Inc.	Current
Corning Pharmaceutical Glass	Corning Inc.	Current
	Corning Optical Communications LLC	Current
	iBwave Holdings, Inc.	Closed
Covanta Environmental Solutions LLC	Covanta Holding Corporation	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
Covanta Indianapolis Inc. Covanta Tulsa Renewable Energy LLC	Covanta Tulsa Renewable Energy, LLC	Current
Credit Suisse Securities (USA) LLC	Credit Suisse (Hong Kong) Limited Credit Suisse AG Credit Suisse AG, Executive Board Credit Suisse Group AG Credit Suisse Group AG, Executive Board Credit Suisse International Credit Suisse Securities (USA) LLC Credit Suisse Securities Europe Ltd.	Current Current Current Current Current Current Current
De Lage Landen Financial Services Inc.	Stretto	Current
Deere & Co. John Deere Foundry	Deere & Company Deere Receivables LLC John Deere Bank S.A. John Deere Canada Funding Inc. John Deere Canada ULC John Deere Capital Corp. John Deere Cash Management S.A. John Deere Financial Inc. John Deere Financial Limited John Deere Owner Trust John Deere Receivables Inc.	Current Current Current Current Current Current Current Current Current Current Current
Deloitte Tax LLP	Adrian Peter Berry Clare Boardman Deloitte Consulting LLP Deloitte LLP Deloitte Statsautoriseret Revisionspartnerselskab Deloitte Tax LLP Deloitte USA LLP	Current Current Current Current Current Current Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
Deutsch Bank AG, Frankfurt Branch	DB U.S. Financial Markets	Current
Deutsche Bank Securities Inc.	Deutsche Bank AG	Current
Deutsche Investment Management Americas Inc.	Deutsche Bank AG, London Branch	Current
DWS Investment Management Americas	Deutsche Bank AG, New York Branch	Current
	Deutsche Bank Americas Holding Corp.	Current
	Deutsche Bank Securities Inc.	Current
	Deutsche Bank Trust Co. Americas	Current
	Deutsche Bank Trust Corp.	Current
Devon Energy Corp.	Devon Energy Production Company L.P.	Current
Discovery Benefits Inc.	WEX, Inc.	Closed
Dominion Energy Inc.	Dominion Energy Questar Corporation	Closed
Dominion Energy Ohio	Dominion Energy Services, Inc.	Current
Donnelley Financial LLC	Mark D. Thoma	Former
DTE Energy Co.	DTE Energy Company	Closed
Duke Energy Progress LLC	Duke Energy Corporation	Closed
	Piedmont Natural Gas	Closed
Durand Glass Manufacturing Co. Inc.	Arc Management & Services	Current
Durcon Inc.	Clayton, Dubilier & Rice, LLC	Current
Dynegy Energy Services LLC	OpTerra Energy Group	Closed
Illinois Power Marketing Co.	Vistra Energy Corp.	Current
TXU Energy Retail Co. LLC		
Eagle Point Credit Management LLC	Stone Point Capital LLC	Current
Marble Point Credit Management LLC		
MP CLO Management LLC		
Newport Group Inc., The		
SKY Harbor Capital Management LLC		
EarthLink Business LLC	Windstream Communications, LLC	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
Windstream Corp.	Windstream Eagle Holdings LLC Windstream Finance Corp. Windstream Holdings, Inc. Windstream Holdings, Inc. and its filing affiliates Windstream Lakedale, Inc. Windstream Services LLC	Current Current Current Current Current Current
EarthLink Business LLC	Trive Capital Fund III LP Trive Capital Fund III-A LP Trive Capital Management LLC	Current Current Current
El Paso Natural Gas Co. LLC Kinder Morgan Bulk Terminal	Kinder Morgan Energy Partners LP Kinder Morgan, Inc.	Current Current
ENGIE Resources LLC	ENGIE Energy Services Holdings Northeast LLC ENGIE North America Inc. OpTerra Energy Group	Current Closed Closed
Equinor USA Onshore Properties Inc.	Equinor ASA	Closed
Ernst & Young LLP	Ernst & Young Canada Ernst & Young LLP Ernst & Young U.S. LLP	Current Closed Closed
ESCO Corp. Weir Slurry Group Inc.	ESCO Group LLC	Current
Fedex Corp. Fedex Ground Package System Inc.	FedEx Trade Networks, Inc.	Closed
First American Commercial Bancorp Inc. First American Equipment Finance RBC Capital Markets LLC RBC Dominion Securities Inc. RBC Global Asset Management Inc.	BlueBay Asset Management Services Ltd. RBC Select Hedge Fund Portfolio Ltd. RBC Wealth Management	Current Closed Current
First Union Rail Corp. GE Capital Rail Services Helm-Pacific Leasing	Jon Kossow Norwest Equity Capital, LLC Norwest Equity Partners VIII, LP	Current Closed Closed

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
Wells Fargo & Co. Wells Fargo Bank NA Wells Fargo Equipment Finance Inc. Wells Fargo Rail Corp.	Norwest Venture Partners VI-A, LP	Closed
	Norwest Venture Partners VII-A, LP	Closed
	Norwest Venture Partners VIII, LP	Closed
	Wachovia Capital Partners Secondary Fund I, LP	Closed
	Wachovia Holdings Corporation	Closed
	Wachovia Investors, Inc.	Closed
	Wachovia Securities, LLC	Closed
	Wells Fargo Central Pacific Holdings, Inc.	Closed
	Wells Fargo Securities LLC WFC Holdings Corporation	Current Closed
Frontier Communications Corp.	Frontier ABC LLC	Current
	Frontier California Inc.	Current
	Frontier Communications - Midland Inc.	Current
	Frontier Communications - Prairie Inc.	Current
	Frontier Communications - Schuyler Inc.	Current
	Frontier Communications Corporate Services Inc.	Current
	Frontier Communications Corporation	Current
	Frontier Communications ILEC Holdings LLC	Current
	Frontier Communications Northwest Inc.	Current
	Frontier Communications of America Inc.	Current
	Frontier Communications of AuSable Valley, Inc.	Current
	Frontier Communications of Breezewood LLC	Current
	Frontier Communications of Canton LLC	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	Frontier Communications of Delaware Inc.	Current
	Frontier Communications of DePue, Inc.	Current
	Frontier Communications of Georgia LLC	Current
	Frontier Communications of Illinois, Inc.	Current
	Frontier Communications of Indiana LLC	Current
	Frontier Communications of Iowa LLC	Current
	Frontier Communications of Lakeside Inc.	Current
	Frontier Communications of Lakewood LLC	Current
	Frontier Communications of Michigan Inc.	Current
	Frontier Communications of Minnesota Inc.	Current
	Frontier Communications of Mississippi LLC	Current
	Frontier Communications of Mt. Pulaski, Inc.	Current
	Frontier Communications of New York Inc.	Current
	Frontier Communications of Orion Inc.	Current
	Frontier Communications of Oswayo River LLC	Current
	Frontier Communications of Pennsylvania, LLC	Current
	Frontier Communications of Rochester, Inc.	Current
	Frontier Communications of Seneca-Gorham, Inc.	Current
	Frontier Communications of Sylvan Lake Inc.	Current

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Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
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Galaxy XXIV CLO Ltd.	FWD Group Management Holdings Limited FWD Life Insurance Company (Bermuda) Limited Pacific Century Group Holdings HK Limited Richard Li	Current Current Closed Current
Garrison Investment Group	Garrison Investment Group LP GIG Atlanta Galleria PropCo LLC	Former Closed
GATX Corp.	GATX Corporation GATX Rail Austria GmbH GATX Rail Germany GmbH GATX Rail Poland	Closed Closed Closed Closed
General Motors de Mexico SA GM Powertrain Group	Cruise LLC General Motors ARS Fund General Motors Asset Management Absolute Return Strategies General Motors Co. General Motors Company, Inc. General Motors Corp. General Motors Holdings LLC General Motors Investment Management Corporation General Motors LLC General Motors of Canada Limited General Motors, Chevrolet Division GM - VIS Litigation GM Absolute Return Strategies Fund, LLC	Current Former Former Current Former Current Former Current Former Former Current Former

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	GM Financial/AmeriCredit GMAM Absolute Return Strategies Fund, LLC Motors Liquidation Company	Closed Former Current
Genesys Telecommunications Laboratories Inc.	Technology Crossover Ventures	Current
Georgia, State of, Department of Human Services Georgia, State of, Department of Natural Resources Georgia, State of, Department of Revenue Georgia, State of, Environmental Protection Division Georgia, State of, Office of Insurance & Fire Safety Georgia, State of, Office of the Governor	State of Georgia	Current
Goldentree Asset Management LP	GoldenTree Asset Management, L.P.	Current
Goldman Sachs & Co. LLC Goldman Sachs Asset Management LP	Goldman Sachs Goldman Sachs (Asia) LLC Goldman Sachs Asset Management International Ltd. Goldman Sachs Group Inc., The Goldman Sachs Group, Merchant Banking Division Goldman Sachs International Bank Goldman Sachs International Ltd. Goldman Sachs MB Services Limited Goldman Sachs PIA Goldman Sachs Trust Company of Delaware West Street Infrastructure Partners	Current Current Current Current Current Current Closed Current Current Closed
Golub Capital LLC	Golub Capital BDC, Inc.	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
Guggenheim Partners	Guggenheim Corporate Funding LLC	Current
	Guggenheim Credit Services, LLC	Current
	Guggenheim Partners Investment Management, LLC	Current
Heritage-Crystal Clean LLC	The Heritage Group	Current
	Waelz Sustainable Products, LLC	Current
Hess Bakken Investments II LLC	Hess Bakken Investments II, LLC	Current
	Hess Corporation	Current
	Hess Oil Virgin Islands Corp.	Closed
Highbridge Capital Management JP Morgan Chase Bank JP Morgan Proprietary Asset Account JP Morgan Securities LLC JPMorgan Chase Bank Correspondance Clearing Services 2 JPMorgan Chase Bank NA	Chase Bank USA, NA	Closed
	Chase Paymentech Solutions, LLC	Closed
	Highbridge Asia Fund	Closed
	Highbridge Capital Management, LLC	Current
	Highbridge Co-Investment Vehicle	Closed
	Highbridge Multi-Strategy Fund	Closed
	Highbridge Tactical Credit Fund	Closed
	J.P. Morgan Securities (Far East) Limited	Closed
	J.P. Morgan Securities Asia Pacific Limited	Current
	J.P. Morgan Securities LLC	Current
	JPMorgan Asset Management - Global Real Assets	Closed
	JPMorgan Chase & Co.	Closed
	JPMorgan Chase & Co. and JPMorgan Chase Bank National Association	Current
	JPMorgan Chase Bank NA	Current
	JPMorgan Funds Limited	Current
	JPMorgan Investment Management Inc. - Global Special Situations	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	JPMorgan Investment Management Inc. - Infrastructure Investment Group	Current
	JPMorgan Ventures Energy Corporation	Current
Highland Capital Management LP	Highland Europe (UK) LLP	Current
Hodges-Mace LLC SERVPRO of Birmingham Twin Eagle Resource Management	BCP (Singapore) VI Cayman Acquisition Co. Ltd.	Current
	BCP VIII, L.P.	Current
	Bilal Khan	Current
	Blackstone Alternative Asset Management LP	Current
	Blackstone Alternative Solutions LLC	Current
	Blackstone Asia	Current
	Blackstone CQP Holdco LP	Current
	Blackstone Family Real Estate Partnership (Offshore) VIISMD L.P.	Current
	Blackstone Family Real Estate Partnership Europe IV-SMD L.P.	Current
	Blackstone Group, The	Current
	Blackstone Infrastructure Partners	Current
	Blackstone ISG-I Advisors LLC	Current
	Blackstone ISG-II Advisors LLC	Current
	Blackstone Life Sciences Advisors LLC	Current
	Blackstone Management Partners LLC	Current
	Blackstone Mortgage Trust Inc.	Current
	Blackstone Real Estate	Current
	Blackstone Real Estate Advisors	Current
	Blackstone Real Estate Advisors, LP	Current
	Blackstone Real Estate Holdings (Offshore) VII-NQ L.P.	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	Blackstone Real Estate Holdings (Offshore) VII-NQ - ESC L.P.	Current
	Blackstone Real Estate Holdings Europe IV-NQ ESC L.P.	Current
	Blackstone Real Estate Partners	Current
	Blackstone Real Estate Partners (Offshore) VII.F-NQ L.P.	Current
	Blackstone Real Estate Partners (Offshore) VII.TE.1-8-NQ L.P.	Current
	Blackstone Real Estate Partners (Offshore) VII-NQ L.P.	Current
	Blackstone Real Estate Partners Europe	Current
	Blackstone Real Estate Partners Europe IV-NQ L.P.	Current
	Blackstone Real Estate Partners Limited	Current
	Blackstone Real Estate Special Situations Advisors LLC	Current
	Blackstone Singapore Pte Ltd.	Current
	Blackstone Strategic Capital Holdings L.P.	Current
	Blackstone Strategic Opportunity Fund	Current
	Blackstone Strategic Partners	Current
	Blackstone Tactical Opportunities	Current
	Blackstone Tactical Opportunities Advisors LLC	Current
	Blackstone Tactical Opportunities Fund LP	Closed
	David I. Foley	Current
	GSO Capital Opportunities Fund III LP	Closed
	GSO Capital Partners	Current
	GSO Capital Partners International LLP	Current
	GSO Capital Partners LP	Current
	John-Paul Munfa	Current

[illegible]

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	HSBC Bank USA NA	Closed
	HSBC Holdings plc	Current
	HSBC Securities (USA) Inc.	Closed
Huntington National Bank, The	Huntington Bancshares Incorporated	Closed
	The Huntington National Bank	Closed
IFS North America Inc.	EQT AB	Current
	EQT Corporation	Current
	EQT Credit	Closed
	EQT Energy II, LLC	Closed
	EQT Energy, LLC	Current
	EQT Gathering LLC	Closed
	EQT Investments Holdings, LLC	Closed
	EQT Mid Market Fund	Closed
	EQT Midstream Partners, LP	Closed
	EQT Midstream Services LLC	Closed
	EQT Partners UK Advisors LLP	Current
	EQT Production Co.	Closed
	EQT Public Value Fund	Current
	EQT VII Ltd.	Current
	WorkWave, LLC	Closed
Illinois Railway LLC	Broe CR Investor, LLC	Current
Illinois, State of	Illinois Executive Ethics Commission	Current
Illinois, State of, Department of Natural Resources	Illinois Torture Inquiry and Relief Commission	Current
Illinois, State of, Department of Public Health	Office of the Governor, State of Illinois	Current
Illinois, State of, Department of Revenue		
Illinois, State of, Emergency Management Agency		
Illinois, State of, Environmental Protection Agency		
Illinois, State of, Secretary of State		
Illuminating Co., The	FirstEnergy Corporation	Closed
Penelec Co.		
Potomac Edison Co., The		

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
Imerys Kaolin Inc.	Sagard Capital Partners, L.P.	Current
Infinity Transportation 2018-1 LLC Whitestar Asset Management LLC	Pine Brook Road Partners, LLC	Current
Intermedia.net Inc.	James N. Perry	Current
	Madison Dearborn Capital Partners VII Executive-A LP	Current
	Madison Dearborn Capital Partners VII-A LP	Current
	Madison Dearborn Capital Partners VII-C LP	Current
	Madison Dearborn Partners	Current
	Madison Dearborn Partners LLC	Current
Invesco Ltd.	Invesco Private Capital, Inc.	Current
	Invesco Senior Secured Management, Inc.	Current
	WL Ross & Co. LLC	Closed
Ipreo Holdings LLC	Carfax, Inc.	Current
	IHS Markit	Current
	Ipreo Ltd.	Closed
	Ipreo Parent Holdco LLC	Closed
JMP Credit Corp.	JMP Securities LLC	Closed
Joele Frank Wilkinson Brimmer Katcher	Meaghan A. Repko	Current
Kaman Industrial Technologies	Brian Ramsay	Current
	Edmund J. Feeley	Former
	Littlejohn & Co., LLC	Current
	Littlejohn Associates IV, LLC	Current
	Littlejohn Associates V, LLC	Current
	Littlejohn Holdings Manager, LLC	Current
	Littlejohn Holdings, LLC	Current
	Littlejohn Opportunities GP LLC	Current
	Michael Kaplan	Current
	Michael Klein	Current
	Pinnacle Midstream II LLC	Current
	Richard Maybaum	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	Robert Davis Steven G. Raich Tony Miranda	Current Current Current
Kayne Anderson Capital Advisors LP	Kayne Anderson Capital Advisors, L.P.	Current
Keybank NA	KeyBanc Capital Markets Inc.	Closed
Konica Minolta Premier Finance	All Covered, Inc.	Closed
KPMG International Cooperative	KPMG (HK)	Current
	KPMG (Ireland)	Closed
	KPMG Auditores, S.L.	Current
	KPMG International Cooperative	Closed
	KPMG Law Firm	Current
	KPMG LLP	Current
	KPMG LLP (Canada)	Current
Llamasoft Inc.	KPMG LLP (Singapore)	Current
	LLamasoft, Inc.	Current
	Strategic Office Partners	Current
	TPG Asia VI SF Pte Ltd.	Current
	TPG Capital	Current
	TPG China Limited	Current
	TPG Europe LLP	Current
	TPG Global, Inc.	Current
	TPG Global, LLC	Current
	TPG Group Holdings (SBS), L.P.	Current
	TPG Growth, LLC	Current
	TPG RE Finance 21 Ltd.	Current
	TPG RE Finance 6 LLC	Current
	TPG RE Finance 7 LLC	Current
	TPG RE Finance Trust CLO Sub-REIT Corp.	Current
	TPG RE Finance Trust CLO Sub-REIT Parent LLC	Current
	TPG RE Finance Trust HoldCo LLC	Current
	TPG RE Finance Trust, Inc.	Current
	TPG RE II Arlington SPV I, Limited Partnership (PEI)	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	TPG RE II Arlington SPV II, Limited Partnership (PEI)	Current
	TPG RE II Arlington SPV III, Limited Partnership (PEI) (2)	Current
	TPG Real Estate	Current
	TPG Real Estate Partners II, L.P.	Current
	TPG Star VPSI, L.P.	Closed
Magaud, George	Magaud, George	Current
Magnetar Capital LLC	Magnetar Capital LLC	Current
	Steven Shapiro	Closed
ManpowerGroup US Inc. Right Management	Manpower, Inc.	Current
Manufacturers & Traders Trust Co.	Wilmington Trust-London Limited	Current
Marathon Asset Management LP	Marathon Asset Management, LP	Closed
Martin Marietta Corp.	Neustar, Inc.	Current
Martin Marietta Equipment Co. Inc.	Martin Marietta Materials, Inc.	Closed
McKinsey Recovery & Transformation Services US LLC	McKinsey Recovery & Transformation Services Australia Co.	Closed
	McKinsey Recovery & Transformation Services Canada Co.	Closed
	McKinsey Recovery & Transformation Services France Co.	Closed
	McKinsey Recovery & Transformation Services U.S., LLC	Current
	McKinsey Recovery & Transformation Services UK Limited	Closed
Mehta, Vinay	Mehta, Vinay	Current
MetLife Inc.	MetLife Private Equity Holdings LLC	Current
MidOcean Partners LLP	Graham Clempson	Current
	MidOcean Absolute Return Credit Fund, LP	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	MidOcean Absolute Return Credit Master Fund, Ltd.	Current
	MidOcean Absolute Return Credit Offshore Fund, Ltd.	Current
	MidOcean Absolute Return Credit Offshore Intermediate Fund, L.P.	Current
	MidOcean Credit Focus Fund I, LP	Current
	MidOcean Credit Opportunity Fund, L.P.	Current
	MidOcean Credit Opportunity Master Fund L.P.	Current
	MidOcean Credit Opportunity Offshore Fund, Ltd.	Current
	MidOcean Credit Opportunity Offshore Intermediate Fund, L.P.	Current
	MidOcean Partners, LP Ted Virtue	Current Current
Midwest Railcar Corp.	Creekstone Farms Premium Beef LLC	Closed
Napier Park Global Capital (US) LP	Daniel Kittredge	Closed
	Edwin H. May	Current
National Bank Financial Inc.	National Bank of Canada	Current
Natixis Loomis Sayles Senior Loan Fund	MV Credit Partners LLP	Current
	Natixis Global Asset Management LP	Closed
Neuberger Berman Group LLC	NB Alternatives Advisers LLC	Current
	Neuberger Berman Investment Advisers LLC	Current
New York, State of, Department of Environmental Conservation	Empire State Development	Current
	State of New York	Closed
Nomura Securities International Inc.	Nomura Asset Acceptance Corporation	Closed

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	Nomura Corporate Funding Americas LLC	Current
	Nomura Credit & Capital Inc.	Closed
	Nomura Holding America, Inc.	Closed
	Nomura Holdings Inc.	Current
	Nomura Home Equity Loan, Inc.	Closed
	Nomura International (Hong Kong) Limited	Current
	Nomura Securities International, Inc.	Current
North Carolina, State of	David Lewis	Closed
North Carolina, State of, Department of Environmental Quality	Philip E. Berger	Closed
North Carolina, State of, Department of Health And Human Services	State of North Carolina	Closed
North Carolina, State of, Department of Revenue	Timothy K. Moore	Closed
North Carolina, State of, Department of Transportation		
Northern Trust Co., The	50 South Capital Advisors, LLC	Current
	Northern Trust Fiduciary Services (Guernsey) Limited	Current
NRG Energy Inc.	NRG Americas, Inc.	Closed
Reliant Energy Retail Services LLC	NRG Bowline LLC	Closed
	NRG California North LLC	Closed
	NRG California South GP LLC	Closed
	NRG California South LP	Closed
	NRG Canal LLC	Closed
	NRG Chalk Point LLC	Closed
	NRG Clearfield Pipeline Company LLC	Closed
	NRG Delta LLC	Closed
	NRG ECA Pipeline LLC	Closed
	NRG Energy, Inc.	Closed
	NRG Florida GP, LLC	Closed
	NRG Florida LP	Closed

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	NRG Gibbons Road LLC	Closed
	NRG Lovett Development I LLC	Closed
	NRG Lovett LLC	Closed
	NRG MD Ash Management LLC	Closed
	NRG New York LLC	Closed
	NRG North America LLC	Closed
	NRG Northeast Generation, Inc.	Closed
	NRG Northeast Holdings, Inc.	Closed
	NRG Piney Point LLC	Closed
	NRG Potomac River LLC	Closed
	NRG Potrero LLC	Current
	NRG Power Generation Assets LLC	Closed
	NRG Power Generation LLC	Closed
	NRG Power Midwest GP LLC	Closed
	NRG Power Midwest LP	Closed
	NRG REMA, LLC	Current
	NRG Sabine (Delaware), Inc.	Closed
	NRG Sabine (Texas), Inc.	Closed
	NRG San Gabriel Power Generation LLC	Closed
	NRG Tank Farm LLC	Closed
	NRG Wholesale Generation GP LLC	Closed
	NRG Wholesale Generation LP	Closed
	NRG Willow Pass LLC	Closed
Nuveen Fund Advisors LLC	Nuveen Alternatives Advisors, LLC	Current
Symphony Asset Management LLC	Teachers Insurance and Annuity Association of America	Closed
Oasis Petroleum Inc.	Oasis Petroleum Inc.	Current
Oasis Well Services	Oasis Petroleum LLC	Current
	Oasis Petroleum Marketing LLC	Current
	Oasis Petroleum North America LLC	Current
	Oasis Petroleum Permian LLC	Current
	Oasis Well Services LLC	Current
Onex Credit Partners	ONCAP Management	Current
	Onex Corp.	Closed

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	Onex Partners Manager, L.P.	Closed
Ozark Gas Transmission	Basalt Infrastructure Partners LLP	Current
Palmer Square Capital Management	Platform Ventures X LLC	Closed
Paul Weiss Rifkind Wharton & Garrison LLP	John C. Godfrey	Current
Pennsylvania, Commonwealth of, Department of Environmental Protection	Office of the General Counsel of Pennsylvania	Current
Pennsylvania, Commonwealth of, Department of Revenue	Office of the Governor of Pennsylvania	Current
	Office of the Secretary of State of Pennsylvania	Current
	Pennsylvania Higher Education Assistance Agency	Current
PGIM Inc.	Prudential Insurance Company of America	Closed
Prudential Financial Inc.		
PJT Partners Inc.	PJT Partners (UK) Limited	Current
	PJT Partners Holdings LP	Current
PNC Bank NA	PNC Bank NA	Closed
	PNC Financial Services Group Inc., The	Closed
	PNC Merchant Services Company, L.P.	Closed
PPL Electric Utilities Corp.	LG&E and KU Energy LLC	Closed
Price River Terminal LLC	Energy Transfer Fuel, L.P.	Closed
	Energy Transfer Partners, L.P.	Closed
PricewaterhouseCoopers Advisory Services LLC	Price Waterhouse & Co. S.R.L.	Closed
PricewaterhouseCoopers LLP	PricewaterhouseCoopers Business Consulting (Shanghai) Co. Ltd.	Closed
	PricewaterhouseCoopers Consultores, Auditores y Compania Limitada	Closed
	PricewaterhouseCoopers Hong Kong Limited	Closed

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	PricewaterhouseCoopers Limited	Closed
	PricewaterhouseCoopers LLP	Current
	PricewaterhouseCoopers LLP Ontario	Current
	PricewaterhouseCoopers Zhong Tian LLP	Closed
Raymond James & Associates Inc. Raymond James Ltd.	Raymond James & Associates, Inc.	Closed
Robert W. Baird & Co., Inc.	Baird Capital Partners Europe Limited	Current
	Baird Venture Partners III Limited Partnership	Current
	Robert W. Baird & Co. Incorporated	Current
Rocky Mountain Bottle Co.	MillerCoors LLC	Closed
	Molson Coors Brewing Company	Current
Rosewood Resources Inc. Schlumberger Technology Corp.	Schlumberger Limited	Current
	Schlumberger Technology	Current
	The Rosewood Corporation	Current
	WesternGeco LLC	Current
RS McGladrey RSM US LLP	Bruce A. Mackay	Current
	Matthew R. Haw	Current
SAI Global Compliance Ltd.	SAI Global Management Team	Current
	Silverfern Capital Management, LLC	Current
	SREP Capital Management, LLC	Current
SAI Global Compliance Ltd.	Baring Private Equity Asia	Current
	Baring Private Equity Asia Limited	Closed
	SAI Global Management Team	Current
Scott, County of (MN)	Scott County, Minnesota	Current
Sherwin-Williams Co., The	The Sherwin-Williams Company	Current
Siemens Financial Services Inc.	Infineon Technologies AG	Current
	Siemens AG	Closed
	Siemens Capital Company LLC	Current
	Siemens Convergence Creators Corporation	Current
	Siemens Corporation	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	Siemens Credit Warehouse, Inc.	Current
	Siemens Demag Delaval Turbomachinery, Inc.	Current
	Siemens Electrical, LLC	Current
	Siemens Energy, Inc.	Current
	Siemens Financial Services, Inc.	Current
	Siemens Financial, Inc.	Current
	Siemens First Capital Commercial Finance, LLC	Current
	Siemens Fossil Services, Inc.	Current
	Siemens Generation Services Company	Current
	Siemens Government Technologies, Inc.	Current
	Siemens Healthcare Diagnostics, Inc.	Current
	Siemens Industry, Inc.	Current
	Siemens Medical Solutions USA, Inc.	Current
	Siemens Molecular Imaging, Inc.	Current
	Siemens Postal, Parcel & Airport Logistics LLC	Current
	Siemens Power Generation Service Company, Ltd.	Current
	Siemens Product Lifecycle Management Software Inc.	Current
	Siemens Public, Inc.	Current
	Siemens USA Holdings, Inc.	Current
	Siemens Wind Power, Inc.	Current
SMBC Rail Investment LLC SMBC Rail Services LLC	Sumitomo Mitsui Banking Corp.	Current
Soane Energy LLC	Intervale Capital Fund II, L.P.	Current
Soane Labs LLC	Intervale Capital Fund II-A, L.P.	Current
	Intervale Capital Fund III, L.P.	Current
	Intervale Capital Fund, L.P.	Current
	Intervale Capital LLC	Current
	Intervale TRF Investor LLC	Current
	Jason Turowsky	Current
	William P. Connelly	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
SolarWinds Inc.	Project Aurora Parent, Inc.	Current
	SolarWinds Intermediate Holdings I, Inc.	Current
	SolarWinds Intermediate Holdings II, Inc.	Current
	SolarWinds, Inc.	Current
Solomon Transformers LLC	Solomon Transformers, LLC	Current
SSB Blackrock Institutional Trust	BlackRock, Inc.	Current
	Mark B. Florian	Current
	Patrick C. Eilers	Current
Starr Indemnity & Liability Co. Inc.	Starr International Company, Inc.	Closed
	Starr Principal Holdings, LLC	Current
Staubach Global Services RR Inc.	Jones Lang LaSalle Group	Current
	Jones Lang LaSalle Income Property Trust, Inc.	Current
	LaSalle Investment Management	Current
Stifel, Nicolaus & Co., Inc.	Stifel, Nicolaus & Company, Inc.	Closed
Stone Harbor Investments Inc.	Stone Harbor Investment Partners LP	Current
Tamko Building Products Inc.	Tamko Building Products LLC	Current
Texas, State of, Commission on Environmental Quality	Greg Abbott, as Governor of Texas	Closed
Texas, State of, Comptroller	State of Texas	Closed
Texas, State of, Comptroller of Public Accounts		
Texas, State of, Department of Agriculture		
Texas, State of, Department of State Health Services		
Texas, State of, Department of Transportation		
Texas, State of, Department of Treasury		
Thomson Reuters (Tax & Accounting) Inc.	Thomson Reuters Corporation	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
Travelers Property Casualty Group	The Travelers Companies, Inc.	Current
Trinity Consultants Inc.	Levine Leichtman Capital Partners LLC	Current
	TAC Holdings, Inc.	Current
	TACH Holdings, Inc. OldCo	Closed
Tyco Fire Products LP	ShopperTrak RCT Corporation	Closed
U.S. Bancorp Investments Inc.	U.S. Bank National Association	Former
U.S. Bank NA	US Bancorp	Closed
UBS AG Stamford Branch	Somesh Khanna	Former
UBS Financial Services Inc.	UBS Asset Management Funds Limited	Current
UBS Securities LLC	UBS Financial Inc.	Closed
	UBS Financial Services, Inc.	Closed
	UBS Global Asset Management Inc.	Closed
	UBS Hedge Fund Solutions LLC	Current
	UBS Investment Bank	Former
	UBS O'Connor LLC	Current
	UBS Securities Hong Kong Limited	Current
	UBS Securities LLC	Current
	UBS Warburg	Current
Ultimate Software Group Inc., The	Hellman & Friedman LLC	Current
	Ultimate Software Group, Inc.	Closed
United Grain Corp. of Oregon	Mitsui E&P USA LLC	Closed
United States, Government of the, Department of Agriculture, Hidden Springs Ranger District	Konstantina Diamantopoulos	Current
United States, Government of the, Department of Homeland Security, Customs and Border Protection	Orly Godfrey	Current
United States, Government of the, Department of the Army, Army Corps of Engineers	Rep. William Ballard Hurd, as a member of the United States Representative (23rd Congressional District - Texas)	Closed

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
<p>United States, Government of the, Department of the Army, Army Corps of Engineers Little Rock District</p> <p>United States, Government of the, Department of the Army, Army Corps of Engineers, Chicago District</p> <p>United States, Government of the, Department of the Army, Army Corps of Engineers, Fort Worth District</p> <p>United States, Government of the, Department of the Army, Army Corps of Engineers, Rock Island District</p> <p>United States, Government of the, Department of the Army, Army Corps of Engineers, St. Paul District</p> <p>United States, Government of the, Department of the Army, Army Corps of Engineers, Tulsa District</p> <p>United States, Government of the, Department of the Army, Army Corps of Engineers, Wilmington District</p> <p>United States, Government of the, Environmental Protection Agency</p> <p>United States, Government of the, Environmental Protection Agency, Region 10</p> <p>United States, Government of the, Federal Communications Commission</p> <p>United States, Government of the, Securities Exchange Commission</p>	<p>Robert J. Quigley</p> <p>United States Department of Homeland Security</p>	<p>Current</p> <p>Closed</p>
Univar USA Inc.	Univar, Inc.	Current
University of Texas System Board of Regents, The	Texas Business Law Society	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
Unum Life Insurance Co. of America	Unum Tax	Current
US Pipe & Foundry & Co. LLC	Forterra, Inc.	Former
US Silica Holdings Inc.	SandBox Logistics, LLC	Current
	U.S. Silica Company	Current
	U.S. Silica Holdings, Inc.	Current
UST Inc.	Altria Client Services, Inc.	Closed
Utility Partners Inc.	Fortive Corporation	Current
Valcour Capital Management	Pretium Partners LLC	Current
Verizon Wireless	Verizon Communications Inc.	Current
	Verizon New York, Inc.	Closed
Virginia Department of Environmental Quality, State Water Control Board	Virginia House of Delegates	Closed
Virginia, Commonwealth of, Department of Environmental Quality	M. Kirkland Cox	Closed
Virginia, Commonwealth of, Department of Health		
Virginia, Commonwealth of, Department of Mines, Minerals and Energy		
Virginia, Commonwealth of, Department of Taxation		
Virginia, Commonwealth of, Water Control Board		
Virtu Americas LLC	Virtu Financial, Inc.	Current
Vista Proppants & Logistics LLC	Vista Proppants and Logistics, LLC	Closed
W. R. Berkley Corp.	W. R. Berkley Corp.	Current
Wal-Mart Stores Inc.	Jet.com	Closed
	Walmart Inc.	Current
	Wal-Mart Stores Texas, LLC	Current
Waste Connection of Missouri	USA Waste of California, Inc.	Closed
Waste Connection of Oklahoma Inc.		
Waste Connections of Alabama Inc.		
Waste Management Inc.		

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
Waste Management of Ohio Inc. Waste Management of St. Louis Waste Management of WI-MN		
Waste Industries	Macquarie Agricultural Funds Management Limited	Current
	Macquarie Capital Group Ltd., U.K. Branch	Current
	Macquarie Capital Investment Management LLC	Current
	Macquarie Capital Ltd.	Current
	Macquarie Capital USA Inc.	Current
	Macquarie Corporate Holdings Pty Ltd	Current
	Macquarie Crop Partners Feeder, L.P.	Current
	Macquarie Crop Partners, L.P.	Current
	Macquarie Group Investments (UK) No. 2 Limited	Closed
	Macquarie Holdings (U.S.A.) Inc.	Closed
	Macquarie Infrastructure & Real Assets (Europe) Limited	Current
	Macquarie Infrastructure and Real Assets Mexico, SA de CV	Closed
	Macquarie Infrastructure and Real Assets, Inc.	Current
	Macquarie Infrastructure Management (Asia) Pty Limited, Singapore Branch	Current
	Macquarie Infrastructure Partners III, L.P.	Current
	Macquarie Infrastructure Partners Inc.	Current
	Macquarie Investments US Inc.	Current
	Macquarie PF Inc.	Current
	Macquarie Private Debt Asset Management LLC	Current
	Macquarie Real Estate Investments Holdings (North America), Inc.	Current
	MIP IV ECI (AIV), L.P.	Current

Name of Entity Searched	Name of Entity and/or Affiliate of Entity, that is a K&E Client	Status
	MIP IV Fawkes, L.P. MIP IV Holdings, L.P. MIRA Americas Inc.	Closed Current Current
Waupaca Foundry Inc.	H-E Parts International LLC Hitachi America Ltd. Hitachi Asia Ltd. Hitachi Automotive Systems, Ltd. Hitachi Displays, Ltd Hitachi Electronic Devices USA Inc. Hitachi Ltd. Hitachi Vantara Corp. Hitachi, Ltd. Japan Display Inc. Mitsubishi Hitachi Power Systems, Ltd. Shenzhen SEG Hitachi Color Display Devices Ltd.	Current Current Current Current Current Current Current Current Current Current Current Current
West Monroe Partners	Brian L. Jacobsen	Closed
Wisconsin, State of, Department of Health Services Wisconsin, State of, Department of Natural Resources Wisconsin, State of, Department of Revenue Wisconsin, State of, Department of Safety & Professional Services	Wisconsin Legislature	Closed
[CONFIDENTIAL]	[CONFIDENTIAL]	[CONFIDENTIAL]
[CONFIDENTIAL]	[CONFIDENTIAL]	[CONFIDENTIAL]

EXHIBIT B

Reynolds Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

COVIA HOLDINGS CORPORATION,
et al.,¹

Debtors.

)

) Chapter 11

)

) Case No. 20-33295 (DRJ)

)

)

) (Jointly Administered)

)

**DECLARATION OF CHADWICK P.
REYNOLDS IN SUPPORT OF THE DEBTORS'
APPLICATION FOR THE ENTRY OF AN ORDER AUTHORIZING
THE RETENTION AND EMPLOYMENT OF KIRKLAND & ELLIS LLP
AND KIRKLAND & ELLIS INTERNATIONAL LLP AS ATTORNEYS FOR
THE DEBTORS AND DEBTORS IN POSSESSION EFFECTIVE AS OF JUNE 29, 2020**

I, Chadwick P. Reynolds, Executive Vice President, Chief Legal Officer, and Secretary of Covia Holdings Corporation, being duly sworn, state the following under penalty of perjury:

1. I am the Executive Vice President, Chief Legal Officer, and Secretary of Covia Holdings Corporation located at 3 Summit Park Drive, Suite 700, Independence, Ohio 44131.

2. I submit this declaration (the "Declaration") in support of the *Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Kirkland & Ellis LLP as Attorneys for the Debtors and Debtors in Possession Effective as of June 29, 2020* (the "Application").² Except as otherwise noted, I have personal knowledge of the matters set forth herein.

¹ Due to the large number of Debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the Debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <http://cases.primeclerk.com/Covia>. The location of Debtor Covia Holdings Corporation's principal place of business and the Debtors' service address is: 3 Summit Park Drive, Suite 700, Independence, Ohio 44131.

² Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Application.

The Debtors' Selection of Counsel

3. The Debtors recognize that a comprehensive review process is necessary when selecting and managing chapter 11 counsel to ensure that bankruptcy professionals are subject to the same client-driven market forces, scrutiny, and accountability as professionals in non-bankruptcy engagements.

4. To that end, the review process utilized by the Debtors here assessed potential counsel based on their expertise in the relevant legal issues and in similar proceedings. Kirkland advised the Debtors on previous corporate and recapitalization transaction efforts, and the Debtors retained Kirkland because of its extensive experience in corporate reorganizations, both out-of-court and under chapter 11 of the Bankruptcy Code. Further, Kirkland is familiar with the Debtors' business operations and many of the potential legal issues that may arise in the context of these chapter 11 cases.

5. Ultimately, the Debtors retained Kirkland because of its extensive experience in corporate reorganizations, both out-of-court and under chapter 11 of the Bankruptcy Code. More specifically, Kirkland is familiar with the Debtors' business operations and many of the potential legal issues that may arise in the context of these chapter 11 cases. I believe that Kirkland is both well qualified and uniquely able to represent the Debtor in these chapter 11 cases in an efficient and timely manner.

Rate Structure

6. In my capacity as Executive Vice President, Chief Legal Officer, and Secretary, I am responsible for supervising outside counsel retained by the Debtors in the ordinary course of business. Kirkland has informed the Debtors that its rates for bankruptcy representations are comparable to the rates Kirkland charges for non-bankruptcy representations. As discussed below,

I am also responsible for reviewing the statements regularly submitted by Kirkland, and can confirm that the rates Kirkland charged the Debtors in the prepetition period are the same as the rates Kirkland will charge the Debtors in the postpetition period.

Cost Supervision

7. The Debtors have approved the prospective budget and staffing plan for the period from June 29, 2020 to September 30, 2020, recognizing that in the course of a large chapter 11 case like these chapter 11 cases, it is possible that there may be a number of unforeseen fees and expenses that will need to be addressed by the Debtors and Kirkland. The Debtors further recognize that it is their responsibility to monitor closely the billing practices of their counsel to ensure the fees and expenses paid by the estate remain consistent with the Debtors' expectations and the exigencies of the chapter 11 cases. The Debtors will continue to review the statements that Kirkland regularly submits, and, together with Kirkland, amend the budget and staffing plans periodically, as the case develops.

8. As they did prepetition, the Debtors will continue to bring discipline, predictability, client involvement, and accountability to the counsel fees and expenses reimbursement process. While every chapter 11 case is unique, these budgets will provide guidance on the periods of time involved the level of the attorneys and professionals that will work on various matters, and projections of average hourly rates for the attorneys and professionals for various matters.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Dated: July 8, 2020

Respectfully submitted,

/s/ Chadwick P. Reynolds

Chadwick P. Reynolds
Covia Holdings Corporation
Executive Vice President, Chief Legal Officer,
Secretary